



# HEALTH QUARTERLY STATEMENT

AS OF MARCH 31, 2015  
OF THE CONDITION AND AFFAIRS OF THE

## Care Improvement Plus South Central Insurance Company

NAIC Group Code 0707 0707 NAIC Company Code 12567 Employer's ID Number 20-3888112  
(Current) (Prior)

Organized under the Laws of Arkansas State of Domicile or Port of Entry Arkansas

Country of Domicile United States of America

Licensed as business type: Life, Accident & Health

Is HMO Federally Qualified? Yes [ ] No [ ]

Incorporated/Organized 01/13/2006 Commenced Business 01/01/2007

Statutory Home Office 11219 Financial Center Parkway, Suite 240 Little Rock, AR, US 72211  
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 351 W. Camden Street, Suite 100  
(Street and Number)  
Baltimore, MD, US 21201 (410)625-2200  
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 9700 Health Care Lane MN017-E900 Minnetonka, MN, US 55343  
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 351 W. Camden Street, Suite 100  
(Street and Number)  
Baltimore, MD, US 21201 (410)625-2200  
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.careimprovementplus.com

Statutory Statement Contact Lisa Ann Mann 219-984-5155  
(Name) (Area Code) (Telephone Number)  
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(E-mail Address) (FAX Number)

### OFFICERS

President Timothy John Noel # Treasurer Robert Worth Oberrender  
Secretary Kristine Marie Weikel Chief Financial Officer William Joseph Hnath

### OTHER

Michelle Marie Huntley Assistant Secretary

### DIRECTORS OR TRUSTEES

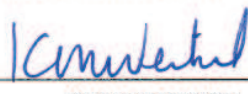
William Joseph Hnath Jay Stephen Matushak Timothy John Noel

State of Minnesota State of Minnesota State of \_\_\_\_\_  
County of Hennepin County of Hennepin County of \_\_\_\_\_

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.



Timothy John Noel  
President

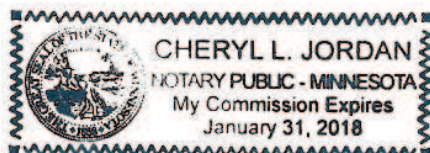


Kristine Marie Weikel  
Secretary

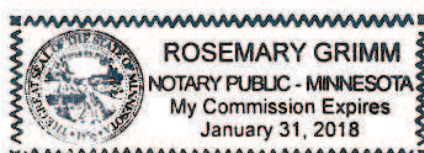
Subscribed and sworn to before me this  
17th day of April 2015  
Cheryl L. Jordan

Subscribed and sworn to before me this  
17th day of April 2015  
Rosemary Grimm

Subscribed and sworn to before me this  
\_\_\_\_ day of \_\_\_\_\_  
\_\_\_\_\_



- a. Is this an original filing?..... Yes [X] No [ ]  
b. If no,  
1. State the amendment number.....  
2. Date filed.....  
3. Number of pages attached.....



JURAT

JURAT

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	476,182,994	0	476,182,994	477,441,521
2. Stocks:				
2.1 Preferred stocks .....	0	0	0	0
2.2 Common stocks .....	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens .....	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ .....0 encumbrances) .....	0	0	0	0
4.2 Properties held for the production of income (less \$ .....0 encumbrances) .....	0	0	0	0
4.3 Properties held for sale (less \$ .....0 encumbrances) .....	0	0	0	0
5. Cash (\$ .....11,219,289 ), cash equivalents (\$ .....0 ) and short-term investments (\$ .....5,931,930 ) .....	17,151,219	0	17,151,219	(64,817,008)
6. Contract loans (including \$ .....0 premium notes) .....	0	0	0	0
7. Derivatives .....	0	0	0	0
8. Other invested assets .....	0	0	0	0
9. Receivables for securities .....	0	0	0	0
10. Securities lending reinvested collateral assets .....	0	0	0	0
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	493,334,213	0	493,334,213	412,624,513
13. Title plants less \$ .....0 charged off (for Title insurers only) .....	0	0	0	0
14. Investment income due and accrued .....	3,619,005	0	3,619,005	4,099,561
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	123,149,697	2,961,762	120,187,935	61,088,595
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ .....0 earned but unbilled premiums) .....	0	0	0	0
15.3 Accrued retrospective premiums .....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	0	0	0	0
16.2 Funds held by or deposited with reinsured companies .....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts .....	0	0	0	0
17. Amounts receivable relating to uninsured plans .....	55,910,027	245,387	55,664,641	65,799,870
18.1 Current federal and foreign income tax recoverable and interest thereon .....	0	0	0	16,133,524
18.2 Net deferred tax asset .....	14,828,860	705,996	14,122,864	13,364,441
19. Guaranty funds receivable or on deposit .....	0	0	0	0
20. Electronic data processing equipment and software .....	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$ .....0 ) .....	0	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates .....	0	0	0	0
24. Health care (\$ .....83,459,320 ) and other amounts receivable .....	121,020,424	37,561,104	83,459,320	71,455,313
25. Aggregate write-ins for other than invested assets .....	2,309,615	0	2,309,615	2,308,971
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	814,171,841	41,474,249	772,697,592	646,874,788
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0	0
28. Total (Lines 26 and 27)	814,171,841	41,474,249	772,697,592	646,874,788
DETAILS OF WRITE-INS				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above) .....	0	0	0	0
2501. State Income Tax Receivable .....	2,309,615	0	2,309,615	2,308,971
2502. ....				
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) .....	2,309,615	0	2,309,615	2,308,971

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ .....0 reinsurance ceded) .....	283,007,796	0	283,007,796	192,421,311
2. Accrued medical incentive pool and bonus amounts .....	7,738,890	0	7,738,890	6,269,772
3. Unpaid claims adjustment expenses .....	1,861,660	0	1,861,660	1,900,801
4. Aggregate health policy reserves, including the liability of \$ .....0 for medical loss ratio rebate per the Public Health Service Act .....	9,554,577	0	9,554,577	13,927,838
5. Aggregate life policy reserves .....	0	0	0	0
6. Property/casualty unearned premium reserve .....	0	0	0	0
7. Aggregate health claim reserves .....	7,439	0	7,439	5,742
8. Premiums received in advance .....	64,858	0	64,858	36,791
9. General expenses due or accrued .....	60,635,733	0	60,635,733	3,876,821
10.1 Current federal and foreign income tax payable and interest thereon (including \$ .....0 on realized gains (losses)) .....	10,885,570	0	10,885,570	0
10.2 Net deferred tax liability .....	0	0	0	0
11. Ceded reinsurance premiums payable .....	0	0	0	0
12. Amounts withheld or retained for the account of others.....	0	0	0	0
13. Remittances and items not allocated .....	1,020,802	0	1,020,802	1,886,023
14. Borrowed money (including \$ .....0 current) and interest thereon \$ .....0 (including \$ .....0 current) .....	0	0	0	0
15. Amounts due to parent, subsidiaries and affiliates .....	87,915,289	0	87,915,289	72,323,600
16. Derivatives .....	0	0	0	0
17. Payable for securities .....	0	0	0	0
18. Payable for securities lending .....	0	0	0	0
19. Funds held under reinsurance treaties (with \$ .....0 authorized reinsurers, \$ .....0 unauthorized reinsurers and \$ .....0 certified reinsurers).....	0	0	0	0
20. Reinsurance in unauthorized and certified (\$ .....0 ) companies .....	0	0	0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates .....	0	0	0	0
22. Liability for amounts held under uninsured plans .....	468,367	0	468,367	5,641,198
23. Aggregate write-ins for other liabilities (including \$ .....48 current) .....	48	0	48	48
24. Total liabilities (Lines 1 to 23) .....	463,161,031	0	463,161,031	298,289,945
25. Aggregate write-ins for special surplus funds .....	XXX	XXX	14,673,942	57,667,079
26. Common capital stock .....	XXX	XXX	2,000,000	2,000,000
27. Preferred capital stock .....	XXX	XXX	0	0
28. Gross paid in and contributed surplus .....	XXX	XXX	181,562,960	181,562,960
29. Surplus notes .....	XXX	XXX	0	0
30. Aggregate write-ins for other than special surplus funds .....	XXX	XXX	0	0
31. Unassigned funds (surplus) .....	XXX	XXX	111,299,659	107,354,804
32. Less treasury stock, at cost:				
32.1 .....0 shares common (value included in Line 26 \$ .....0 ) .....	XXX	XXX	0	0
32.2 .....0 shares preferred (value included in Line 27 \$ .....0 ) .....	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32) .....	XXX	XXX	309,536,561	348,584,843
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	772,697,592	646,874,788
DETAILS OF WRITE-INS				
2301. Unclaimed Property .....	48	0	48	48
2302. ....				
2303. ....				
2398. Summary of remaining write-ins for Line 23 from overflow page .....	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	48	0	48	48
2501. Section 9010 ACA Subsequent Fee Year Assessment .....	XXX	XXX	14,673,942	57,667,079
2502. ....	XXX	XXX		
2503. ....	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page .....	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	14,673,942	57,667,079
3001. ....	XXX	XXX		
3002. ....	XXX	XXX		
3003. ....	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page .....	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months .....	XXX	747,540	700,725	2,879,915
2. Net premium income ( including \$ .....0 non-health premium income).....	XXX	840,906,625	731,489,033	2,978,264,143
3. Change in unearned premium reserves and reserve for rate credits.....	XXX	4,373,261	2,713,250	7,145,032
4. Fee-for-service (net of \$ .....0 medical expenses).....	XXX	0	0	0
5. Risk revenue .....	XXX	0	0	0
6. Aggregate write-ins for other health care related revenues .....	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues .....	XXX	0	0	0
8. Total revenues (Lines 2 to 7) .....	XXX	845,279,886	734,202,283	2,985,409,175
<b>Hospital and Medical:</b>				
9. Hospital/medical benefits .....	0	678,603,375	544,804,709	2,300,976,061
10. Other professional services .....	0	2,237,837	3,618,015	19,142,390
11. Outside referrals .....	0	0	0	0
12. Emergency room and out-of-area .....	0	0	0	0
13. Prescription drugs .....	0	42,011,945	63,966,108	141,949,259
14. Aggregate write-ins for other hospital and medical .....	0	0	1,456,499	0
15. Incentive pool, withhold adjustments and bonus amounts .....	0	2,519,668	1,946,618	9,311,093
16. Subtotal (Lines 9 to 15) .....	0	725,372,825	615,791,949	2,471,378,803
<b>Less:</b>				
17. Net reinsurance recoveries .....	0	0	(71)	(71)
18. Total hospital and medical (Lines 16 minus 17) .....	0	725,372,825	615,792,020	2,471,378,874
19. Non-health claims (net) .....	0	0	0	0
20. Claims adjustment expenses, including \$ .....14,494,458 cost containment expenses .....	0	31,576,462	9,345,516	120,377,102
21. General administrative expenses .....	0	117,424,152	109,403,581	264,514,431
22. Increase in reserves for life and accident and health contracts (including \$ .....0 increase in reserves for life only) .....	0	0	0	0
23. Total underwriting deductions (Lines 18 through 22).....	0	874,373,439	734,541,117	2,856,270,407
24. Net underwriting gain or (loss) (Lines 8 minus 23) .....	XXX	(29,093,552)	(338,834)	129,138,768
25. Net investment income earned .....	0	2,201,310	1,465,728	7,412,770
26. Net realized capital gains (losses) less capital gains tax of \$ .....14,678 .....	0	21,318	(171,168)	1,318,944
27. Net investment gains (losses) (Lines 25 plus 26) .....	0	2,222,628	1,294,560	8,731,714
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ .....0 ) (amount charged off \$ .....(483,086) )].....	0	(483,086)	6	(1,620)
29. Aggregate write-ins for other income or expenses .....	0	0	0	0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29) .....	XXX	(27,354,010)	955,732	137,868,862
31. Federal and foreign income taxes incurred .....	XXX	10,291,416	12,917,698	59,901,816
32. Net income (loss) (Lines 30 minus 31) .....	XXX	(37,645,426)	(11,961,966)	77,967,046
<b>DETAILS OF WRITE-INS</b>				
0601. ....	XXX			
0602. ....	XXX			
0603. ....	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page .....	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above) .....	XXX	0	0	0
0701. ....	XXX			
0702. ....	XXX			
0703. ....	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page .....	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above) .....	XXX	0	0	0
1401. Transportation Costs .....	0	0	1,456,499	0
1402. ....				
1403. ....				
1498. Summary of remaining write-ins for Line 14 from overflow page .....	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above) .....	0	0	1,456,499	0
2901. ....				
2902. ....				
2903. ....				
2998. Summary of remaining write-ins for Line 29 from overflow page .....	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above) .....	0	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
CAPITAL AND SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	348,584,843	340,544,829	340,544,829
34. Net income or (loss) from Line 32 .....	(37,645,426)	(11,961,966)	77,967,046
35. Change in valuation basis of aggregate policy and claim reserves .....	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ .....0	0	0	0
37. Change in net unrealized foreign exchange capital gain or (loss) .....	0	0	0
38. Change in net deferred income tax .....	758,423	(3,446,711)	(6,044,067)
39. Change in nonadmitted assets .....	(2,161,279)	9,848,498	17,117,035
40. Change in unauthorized and certified reinsurance .....	0	0	0
41. Change in treasury stock .....	0	0	0
42. Change in surplus notes .....	0	0	0
43. Cumulative effect of changes in accounting principles.....	0	0	0
44. Capital Changes:			
44.1 Paid in .....	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....	0	0	0
45. Surplus adjustments:			
45.1 Paid in .....	0	0	0
45.2 Transferred to capital (Stock Dividend) .....	0	0	0
45.3 Transferred from capital .....	0	0	0
46. Dividends to stockholders .....	0	(40,000,000)	(81,000,000)
47. Aggregate write-ins for gains or (losses) in surplus .....	0	0	0
48. Net change in capital & surplus (Lines 34 to 47) .....	(39,048,282)	(45,560,179)	8,040,014
49. Capital and surplus end of reporting period (Line 33 plus 48)	309,536,561	294,984,650	348,584,843
DETAILS OF WRITE-INS			
4701. ....			
4702. ....			
4703. ....			
4798. Summary of remaining write-ins for Line 47 from overflow page .....	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance .....	782,278,166	682,275,831	2,972,184,918
2. Net investment income .....	4,505,064	1,447,475	12,144,541
3. Miscellaneous income .....	0	0	0
4. Total (Lines 1 to 3) .....	786,783,230	683,723,306	2,984,329,459
5. Benefit and loss related payments .....	647,815,531	623,676,706	2,475,469,397
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions .....	87,911,319	71,449,652	448,284,380
8. Dividends paid to policyholders .....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ .....0 tax on capital gains (losses) .....	(16,713,001)	6,420,998	82,703,568
10. Total (Lines 5 through 9) .....	719,013,849	701,547,356	3,006,457,345
11. Net cash from operations (Line 4 minus Line 10) .....	67,769,381	(17,824,050)	(22,127,886)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	17,356,049	228,840,683	348,986,982
12.2 Stocks .....	0	0	0
12.3 Mortgage loans .....	0	0	0
12.4 Real estate .....	0	0	0
12.5 Other invested assets .....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	0	0	0
12.7 Miscellaneous proceeds .....	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	17,356,049	228,840,683	348,986,982
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	17,883,671	263,842,230	444,378,051
13.2 Stocks .....	0	0	0
13.3 Mortgage loans .....	0	0	0
13.4 Real estate .....	0	0	0
13.5 Other invested assets .....	0	0	0
13.6 Miscellaneous applications .....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	17,883,671	263,842,230	444,378,051
14. Net increase (or decrease) in contract loans and premium notes .....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	(527,622)	(35,001,547)	(95,391,069)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....	0	0	0
16.2 Capital and paid in surplus, less treasury stock .....	0	0	0
16.3 Borrowed funds .....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	40,000,000	81,000,000
16.6 Other cash provided (applied) .....	14,726,469	18,390,167	70,190,748
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	14,726,469	(21,609,833)	(10,809,252)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	81,968,227	(74,435,430)	(128,328,207)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	(64,817,008)	63,511,199	63,511,199
19.2 End of period (Line 18 plus Line 19.1) .....	17,151,219	(10,924,231)	(64,817,008)

Note: Supplemental disclosures of cash flow information for non-cash transactions:

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EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1  Total	Comprehensive (Hospital & Medical)		4  Medicare Supplement	5  Vision Only	6  Dental Only	7  Federal Employees Health Benefit Plan	8  Title XVIII Medicare	9  Title XIX Medicaid	10  Other
		2  Individual	3  Group							
Total Members at end of:										
1. Prior Year .....	249,986	0	0	0	0	0	0	249,982	0	4
2. First Quarter .....	249,264	0	0	0	0	0	0	249,260	0	4
3. Second Quarter .....	0	0	0	0	0	0	0	0	0	0
4. Third Quarter .....	0	0	0	0	0	0	0	0	0	0
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	747,540	0	0	0	0	0	0	747,528	0	12
Total Member Ambulatory Encounters for Period:										
7. Physician .....	1,405,044	0	0	0	0	0	0	1,405,044	0	0
8. Non-Physician .....	323,416	0	0	0	0	0	0	323,416	0	0
9. Total	1,728,460	0	0	0	0	0	0	1,728,460	0	0
10. Hospital Patient Days Incurred	136,963	0	0	0	0	0	0	136,963	0	0
11. Number of Inpatient Admissions	18,791	0	0	0	0	0	0	18,791	0	0
12. Health Premiums Written (a) .....	840,906,625	0	0	0	0	0	0	840,906,273	0	352
13. Life Premiums Direct .....	0	0	0	0	0	0	0	0	0	0
14. Property/Casualty Premiums Written .....	0	0	0	0	0	0	0	0	0	0
15. Health Premiums Earned .....	845,279,886	0	0	0	0	0	0	845,279,694	0	192
16. Property/Casualty Premiums Earned .....	0	0	0	0	0	0	0	0	0	0
17. Amount Paid for Provision of Health Care Services.....	647,815,531	0	0	0	0	0	0	647,815,531	0	0
18. Amount Incurred for Provision of Health Care Services	725,372,825	0	0	0	0	0	0	725,372,825	0	0

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....840,906,273

## CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

[illegible]

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UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5  Claims Incurred in Prior Years (Columns 1 + 3)	6  Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1  On Claims Incurred Prior to January 1 of Current Year	2  On Claims Incurred During the Year	3  On Claims Unpaid Dec. 31 of Prior Year	4  On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) .....	0	0	0	0	0	0
2. Medicare Supplement .....	0	0	0	0	0	0
3. Dental Only .....	0	0	0	0	0	0
4. Vision Only .....	0	0	0	0	0	0
5. Federal Employees Health Benefits Plan .....	0	0	0	0	0	0
6. Title XVIII - Medicare .....	148,986,693	497,778,288	16,919,451	266,095,784	165,906,144	192,427,053
7. Title XIX - Medicaid .....	0	0	0	0	0	0
8. Other health .....	0	0	0	0	0	0
9. Health subtotal (Lines 1 to 8) .....	148,986,693	497,778,288	16,919,451	266,095,784	165,906,144	192,427,053
10. Healthcare receivables (a) .....	58,398,500	38,297,718	0	24,324,206	58,398,500	106,520,418
11. Other non-health .....	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts .....	1,050,550	0	6,335,991	1,402,899	7,386,541	6,269,772
13. Totals (Lines 9-10+11+12)	91,638,743	459,480,570	23,255,442	243,174,477	114,894,185	92,176,407

(a) Excludes \$ 0 loans or advances to providers not yet expensed.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Company was incorporated on January 13, 2006, as an accident and health insurer (limited to Medicare only products) in Arkansas and operations commenced in January 2007. The Company has since become certified as an accident and health insurer in 25 states, several certificates limiting the Company to health or Medicare business only. The Company has entered into contracts with physicians, hospitals, and other health care provider organizations to deliver health care services for all enrollees.

A. Accounting Practices

The statutory basis financial statements of Care Improvement Plus South Central Insurance Company (the “Company”) are presented on the basis of accounting practices prescribed or permitted by the Arkansas Insurance Department (the “Department”).

The Department recognizes only statutory accounting practices, prescribed or permitted by the State of Arkansas, for determining and reporting the financial condition and results of operations of an accident and health insurer, for determining its solvency under Arkansas Insurance Law. The state prescribes the use of the National Association of Insurance Commissioners’ (“NAIC”) Accounting Practices and Procedures manual (“NAIC SAP”) in effect for the accounting periods covered in the statutory basis financial statements.

No significant differences exist between the practices prescribed or permitted by the State of Arkansas and those prescribed or permitted by the NAIC SAP that materially affect the statutory basis net (loss) income and capital and surplus as illustrated in the table below:

	State of Domicile	March 31, 2015	December 31, 2014
<b>Net (Loss) Income</b>			
(1) Company state basis	Arkansas	\$ (37,645,426)	\$ 77,967,046
(2) State prescribed practices that increase/(decrease) NAIC SAP: None	Arkansas	-	-
(3) State permitted practices that increase/(decrease) NAIC SAP: None	Arkansas	-	-
(4) NAIC SAP (1-2-3=4)	Arkansas	<u>\$ (37,645,426)</u>	<u>\$ 77,967,046</u>
<b>Capital and Surplus</b>			
(5) Company state basis	Arkansas	\$ 309,536,561	\$ 348,584,843
(6) State prescribed practices that increase/(decrease) NAIC SAP: None	Arkansas	-	-
(7) State permitted practices that increase/(decrease) NAIC SAP: None	Arkansas	-	-
(8) NAIC SAP (5-6-7=8)	Arkansas	<u>\$ 309,536,561</u>	<u>\$ 348,584,843</u>

B. Use of Estimates in the Preparation of the Statutory Basis Financial Statements

No significant change.

C. Accounting Policy

(1–5) No significant change.

- (6) U.S. government and agency securities and corporate debt securities include loan-backed securities (mortgage-back securities and asset-backed securities), which are valued using the retrospective adjustment methodology. Prepayment assumptions for the determination of the amortized cost of loan-backed securities are based on a three-month constant prepayment rate history obtained from external data source vendors. The Company’s investment policy limits investments in nonagency residential mortgage-backed securities, including home equity and sub-prime mortgages, to 10% of total cash and invested assets, total investments in mortgage-backed securities or asset-backed securities cannot exceed more than 30% of total cash and invested assets;
- (7–13) No significant change.

2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS

No significant change.

3. BUSINESS COMBINATIONS AND GOODWILL

A–D. No significant change.

4. DISCONTINUED OPERATIONS

(1–5) No significant change.

5. INVESTMENTS AND OTHER INVESTED ASSETS

A. Mortgage Loans, including Mezzanine Real Estate Loans

No significant change.

B. Debt Restructuring

No significant change.

C. Reverse Mortgages

No significant change.

D. Loan-Backed Securities

- (1) U.S. government and agency securities and corporate debt securities include loan-backed securities, which are valued using the retrospective adjustment methodology. Prepayment assumptions for the determination of the amortized cost of loan-backed securities are based on a three-month constant prepayment rate history obtained from external data source vendors.
- (2) The Company did not recognize any other-than-temporary impairments (“OTTIs”) on loan-backed securities as of March 31, 2015.
- (3) As of March 31, 2015, the Company did not have any loan-backed securities with an OTTI to report by CUSIP.
- (4) The following table illustrates the fair value, gross unrealized losses, and length of time that the loan-backed securities have been in a continuous unrealized loss position as of March 31, 2015 and December 31, 2014:

	March 31, 2015
The aggregate amount of unrealized losses:	
1. Less than 12 months	\$ (74,973)
2. 12 Months or longer	-

The aggregate related fair value of securities with unrealized losses:	
1. Less than 12 months	\$ 22,440,452
2. 12 Months or longer	-

	December 31, 2014
The aggregate amount of unrealized losses:	
1. Less than 12 months	\$ (140,951)
2. 12 Months or longer	-

The aggregate related fair value of securities with unrealized losses:	
1. Less than 12 months	\$ 33,875,923
2. 12 Months or longer	-

- (5) The Company believes that it will collect all principal and interest due on all investments that have an amortized cost in excess of fair value. The unrealized losses as of March 31, 2015 were primarily caused by interest rate increases and not by unfavorable changes in the credit ratings associated with these securities.

E. Repurchase Agreements and/or Securities Lending Transactions

The Company does not have any repurchase agreements and/or securities lending transactions.

F. Real Estate

No significant change.

**G. Low-Income Housing Tax Credits**

No significant change.

**H. Restricted Assets**

No significant change.

**I. Working Capital Finance Investments**

Not applicable.

**J. Offsetting and Netting of Assets and Liabilities**

The Company does not have any offsetting or netting of assets and liabilities as it relates to derivatives, repurchase and reverse repurchase agreements, and securities borrowing and securities lending activities.

**K. Structured Notes**

The Company does not have any structured notes.

**6. JOINT VENTURES, PARTNERSHIPS, AND LIMITED LIABILITY COMPANIES**

**A–B.** No significant change.

**7. INVESTMENT INCOME**

**A–B.** No significant change.

**8. DERIVATIVE INSTRUMENTS**

**A–F.** No significant change.

**9. INCOME TAXES**

**A–G.** The provision for federal income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate of 35% to net gain (loss) before federal income taxes, and net realized capital gains (losses) primarily as a result of the annual health insurer fee under Section 9010 of the Affordable Care Act (“ACA”) which is non-deductible for tax purposes. The Company is required to expense 100% of the estimated annual fee on January 1, 2015. The Company’s health insurer fee impact is \$57,667,023 in 2015, which will be paid in September 2015.

**10. INFORMATION CONCERNING PARENT, SUBSIDIARIES, AND AFFILIATES**

**A–L. Material Related Party Transactions**

Effective January 1, 2015, the Company entered into a new vision services agreement with an affiliated entity, Spectera, Inc. a subsidiary of Specialty Benefits, LLC. This agreement has been approved by the Department.

Effective January 1, 2015, the Company entered into a new dental service agreement with an affiliated entity, Dental Benefit Providers, Inc. This agreement has been approved by the Department.

**11. DEBT**

**A–B.** No significant change.

**12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES, AND OTHER POSTRETIREMENT BENEFIT PLANS**

**A–I.** The Company has no defined benefit plans, defined contribution plans, multiemployer plans, consolidated/holding company plans, postemployment benefits, and compensated absences plans and is not impacted by the Medicare Modernization Act on postretirement benefits, since all personnel are employees of United HealthCare Services, Inc. (“UHS”), which provides services to the Company under the terms of a management agreement.

**13. CAPITAL AND SURPLUS, SHAREHOLDERS’ DIVIDEND RESTRICTIONS, AND QUASI-REORGANIZATIONS**

**(1–13)** No significant change.

**14. LIABILITIES, CONTINGENCIES AND ASSESSMENTS**

**A–F.** No significant change.

**15. LEASES**

**A–B.** No significant change.

**16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE-SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK**

**(1–4)** No significant change.

**17. SALE, TRANSFER, AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES**

**A.** The Company did not have any transfers of receivables reported as sales as of March 31, 2015 or December 31, 2014.

**B.** The Company did not have any transfer and servicing of financial assets as of March 31, 2015 or December 31, 2014.

**C.** No transactions involving wash sales of securities with an NAIC designation of 3 or below or unrated securities occurred as of March 31, 2015 or the year ended December 31, 2014.

**18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS**

**A–C.** No significant change.

**19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD-PARTY ADMINISTRATORS**

No significant change.

**20. FAIR VALUE MEASUREMENT**

The NAIC SAP defines fair value, establishes a framework for measuring fair value, and outlines the disclosure requirements related to fair value measurements. The fair value hierarchy is as follows:

*Level 1* — Quoted (unadjusted) prices for identical assets in active markets.

*Level 2* — Other observable inputs, either directly or indirectly, including:

- Quoted prices for similar assets in active markets;
- Quoted prices for identical or similar assets in nonactive markets (few transactions, limited information, noncurrent prices, high variability over time, etc.);
- Inputs other than quoted prices that are observable for the asset (interest rates, yield curves, volatilities, default rates, etc.);
- Inputs that are derived principally from or corroborated by other observable market data.

*Level 3* — Unobservable inputs that cannot be corroborated by observable market data.

The estimated fair values of bonds and short-term investments are based on quoted market prices, where available. The Company obtains one price for each security primarily from a third-party pricing service (“pricing service”), which generally uses quoted prices or other observable inputs for the determination of fair value. The pricing service normally derives the security prices through recently reported trades for identical or similar securities, making adjustments through the reporting date based upon available observable market information. For securities not actively traded, the pricing service may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, non-binding broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds. As the Company is responsible for the determination of fair value, it performs quarterly analyses on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. Specifically, the Company compares the prices received from the pricing service to a secondary pricing source; prices reported by its custodian, its investment consultant and third-party investment advisors. Additionally, the Company compares changes in the reported market values and returns to relevant market indices to test the reasonableness of the reported prices. The Company’s internal price verification procedures and review of fair value methodology documentation provided by independent pricing services have not historically resulted in an adjustment in the prices obtained from the pricing service.

In instances in which the inputs used to measure fair value fall into different levels of the fair value hierarchy, the fair value measurement has been determined based on the lowest-level input that is significant to the fair value measurement in its entirety. The Company’s assessment of the significance of a particular item to the fair value measurement in its entirety requires judgment, including the consideration of inputs specific to the asset or liability.

A. Fair Value

(1–5) The Company does not have any financial assets that are measured and reported at fair value in the statutory basis statements of admitted assets, liabilities, and capital and surplus at March 31, 2015 and December 31, 2014.

B. Fair Value Combination — Not applicable.

C. Aggregate Fair Value Hierarchy

The aggregate fair value by hierarchy of all financial instruments as of March 31, 2015 and December 31, 2014, is presented in the table below:

March 31, 2015						
Types of Financial Investment	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practical Carrying Value
U.S. government and agency securities	\$ 111,701,756	\$ 109,759,486	\$ 57,874,988	\$ 53,826,768	\$ -	\$ -
State and agency municipalities	101,931,644	100,278,130	-	101,931,644	-	-
City and county municipalities	133,303,227	130,944,711	-	133,303,227	-	-
Corporate debt securities	136,982,084	135,200,667	-	136,982,084	-	-
Money-market funds	5,931,930	5,931,930	5,931,930	-	-	-
Total bonds and short-term investments	489,850,641	482,114,924	63,806,918	426,043,723	\$ -	\$ -
December 31, 2014						
Types of Financial Investment	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practical Carrying Value
U.S. government and agency securities	\$ 112,667,236	\$ 111,802,833	\$ 47,273,796	\$ 65,393,440	\$ -	\$ -
State and agency municipalities	103,358,758	101,972,046	-	103,358,758	-	-
City and county municipalities	135,319,825	133,436,343	-	135,319,825	-	-
Corporate debt securities	130,787,337	130,230,299	-	130,787,337	-	-
Money-market funds	1,917,698	1,917,698	1,917,698	-	-	-
Total bonds and short-term investments	484,050,854	479,359,219	49,191,494	434,859,360	\$ -	\$ -

Included as Level 1 in U.S. government and agency securities in the fair value hierarchy table above are U.S. Treasury securities of \$57,874,988 and \$47,273,796 as of March 31, 2015 and December 31, 2014, respectively.

There are no commercial paper investments included in corporate debt securities in the fair value hierarchy table as of March 31, 2015 and December 31, 2014.

D. Not Practicable to Estimate Fair Value — Not applicable.

21. OTHER ITEMS

A–G. No significant change.

22. EVENTS SUBSEQUENT

No significant change.

23. REINSURANCE

A–D. No significant change.

24. RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION

A–C. No significant change.

D. The Company does not have comprehensive business subject to specific minimum loss ratio requirements as of March 31, 2015 and December 31, 2014. The Company is required to maintain specific minimum loss ratio on the Medicare line of business. The Company’s actual loss ratio on the Medicare line of business was in excess of the minimum requirements and as a result, no minimum medical loss ratio rebate liability was required to be established at March 31, 2015 and December 31, 2014.

E. Risk Sharing Provisions of the Affordable Care Act

(1-3) The Company did not write accident and health premiums in 2015 subject to the risk-sharing provisions of the ACA.

25. CHANGE IN INCURRED CLAIMS AND CLAIMS ADJUSTMENT EXPENSES

Changes in estimates related to the prior year incurred claims are included in total hospital and medical expenses in the current year in the accompanying statutory basis statements of operations. The following tables disclose paid claims, incurred claims, and the balance in the claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves, and health care receivable at March 31, 2015 and December 31, 2014:

	March 31, 2015		
	Current Year Incurred Claims	Prior Years Incurred Claims	Total
Beginning of year claim reserve	\$ -	\$ (198,696,825)	\$ (198,696,825)
Paid claims, net of health care receivable	497,778,289	150,037,242	647,815,531
End of year claim reserve	<u>267,498,683</u>	<u>23,255,442</u>	<u>290,754,125</u>
Incurred claims excluding the change in health care receivable	765,276,972	(25,404,141)	739,872,831
Beginning of year health care receivable	-	106,520,418	106,520,418
End of year health care receivable	<u>(62,621,924)</u>	<u>(58,398,500)</u>	<u>(121,020,424)</u>
Total incurred claims	<u>\$ 702,655,048</u>	<u>\$ 22,717,777</u>	<u>\$ 725,372,825</u>

	December 31, 2014		
	Current Year Incurred Claims	Prior Years Incurred Claims	Total
Beginning of year claim reserve	\$ -	\$ (182,604,830)	\$ (182,604,830)
Paid claims, net of health care receivable and reinsurance recoveries collected	2,354,298,348	121,171,049	2,475,469,397
End of year claim reserve	<u>216,179,424</u>	<u>(17,482,599)</u>	<u>198,696,825</u>
Incurred claims excluding the change in health care receivable and reinsurance recoverables as presented below	2,570,477,772	(78,916,380)	2,491,561,392
Beginning of year health care receivable and reinsurance recoverables	-	86,337,900	86,337,900
End of year health care receivable	<u>(87,854,502)</u>	<u>(18,665,916)</u>	<u>(106,520,418)</u>
Total incurred claims	<u>\$ 2,482,623,270</u>	<u>\$ (11,244,396)</u>	<u>\$ 2,471,378,874</u>



The liabilities for claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves, and health care receivable as of December 31, 2014 were \$92,176,407. As of March 31, 2015, \$150,037,242 has been paid for incurred claims attributable to insured events of prior years. Reserves remaining for prior years, net of health care receivable are (\$35,143,058) as a result of re-estimation of unpaid claims. Therefore, there has been \$22,717,777 unfavorable prior year development since December 31, 2014 to March 31, 2015. The primary drivers include \$31,485,826 in unfavorable retroactivity for inpatient, outpatient, physician and pharmacy claims, offset by \$10,275,221 favorable development as a result of a change in the provision for adverse deviations in experience. The unfavorable development was materially impacted by a higher than anticipated decline in the amount of actual and estimated retracted claims. At December 31, 2014, the Company recorded \$11,244,396 of favorable development related to favorable development as a result of a change in the provision for adverse deviations in experience of \$9,985,206, favorable development of pharmacy rebates, net of Part D, of \$5,798,619, and favorable development from provider settlements of \$2,937,011, offset by unfavorable development of \$6,747,733 in retroactivity for inpatient, outpatient, physician, and pharmacy claims. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. Included in this favorable (unfavorable) development is the impact related to retrospectively rated policies. As a result of the prior year effects, on a regular basis, the Company adjusts revenue and the corresponding liability and/or receivable related to retrospectively rated policies and the impact of the change is included as a component of change in reserve for rate credits in the statutory basis statements of operations.

The Company incurred claims adjustment expenses of \$31,576,462 and \$120,377,102 for the three months ended March 31, 2015 and the year ended December 31, 2014, respectively. These costs are included in the management service fees paid by the Company to UHS as a part of its management agreement. The following tables disclose paid claims adjustment expense ("CAE"), incurred CAE, and the balance in the unpaid claim adjustment expenses reserve for the three months ended March 31, 2015 and the year ended December 31, 2014:

	March 31, 2015	December 31, 2014
Total claims adjustment expenses incurred	\$ 31,576,462	\$ 120,377,102
Less current year unpaid claims adjustment expenses	(1,861,660)	(1,900,801)
Add prior year unpaid claims adjustment expenses	<u>1,900,801</u>	<u>3,277,977</u>
Total claims adjustment expenses paid	<u>\$ 31,615,603</u>	<u>\$ 121,754,278</u>

26. INTERCOMPANY POOLING ARRANGEMENTS

A–G. No significant change.

27. STRUCTURED SETTLEMENTS

A–B. No significant change.

28. HEALTH CARE AND OTHER AMOUNTS RECEIVABLE

A. Pharmacy rebates receivable are recorded when reasonably estimated or billed by the affiliated pharmaceutical benefit manager in accordance with pharmaceutical rebate contract provisions. Information used to support rebates billed to the manufacturer is based on utilization information gathered by the pharmaceutical benefit manager and adjusted for significant changes in pharmaceutical contract provisions.

The Company evaluates admissibility of all pharmacy rebates receivable based on the administration of each underlying pharmaceutical benefit management agreement. The Company has non-admitted all pharmacy rebates receivable that do not meet the admissibility criteria from the statutory basis statements of admitted assets, liabilities, and capital and surplus.



For each pharmaceutical management agreement for which a portion of the total pharmacy rebates receivable can be admitted based on the admissibility criteria, the transaction history is summarized as follows:

Quarter	Estimated Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received within 90 Days of Billing	Actual Rebates Received within 91 to 180 Days of Billing	Actual Rebates Received More than 180 Days After Billing
3/31/2015	\$ 62,165,498	\$ -	\$ -	\$ -	\$ -
12/31/2014	51,958,525	52,329,284	31,902,398		
9/30/2014	47,027,114	46,962,206	37,927,735	7,430,333	
6/30/2014	42,030,825	42,206,309	33,866,735	6,466,567	1,212,506
3/31/2014	38,189,497	38,073,111	30,964,830	6,133,201	516,985
12/31/2013	19,404,499	24,948,821	26,030,560	-	-
9/30/2013	19,094,866	11,859,407	11,859,407	-	12,850,204
6/30/2013	18,205,256	9,385,577	9,385,577	-	8,706,895
3/31/2013	9,759,802	9,763,314	9,763,314	-	5,491,391
12/31/2012	7,429,723	7,520,803	-	7,520,803	4,810,986
9/30/2012	8,331,177	8,423,351	8,423,351	-	3,532,407
6/30/2012	7,249,124	7,334,994	7,334,994	-	3,677,176

Of the amount reported as health care and other amounts receivable, \$82,294,409 and \$69,803,020 relates to pharmacy rebates receivable as of March 31, 2015 and December 31, 2014, respectively. This increase is primarily due to increased membership along with the change in generic/name brand mix.

B. No significant change.

Included in health care receivable are claim overpayment receivables of \$1,164,911 and \$1,652,293 as of March 31, 2015 and December 31, 2014, respectively.

29. PARTICIPATING POLICIES

No significant change.

30. PREMIUM DEFICIENCY RESERVES

The Company has not recorded any premium deficiency reserves as of March 31, 2015 or December 31, 2014. The analysis of premium deficiency reserves was completed as of March 31, 2015 and December 31, 2014. The Company did consider anticipated investment income when calculating the premium deficiency reserves.

The following table summarizes the Company’s premium deficiency reserves as of March 31, 2015 and December 31, 2014:

	March 31, 2015
1. Liability carried for premium deficiency reserves	\$ -
2. Date of the most recent evaluation of this liability	3/31/2015
3. Was anticipated investment income utilized in this calculation?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
	December 31, 2014
1. Liability carried for premium deficiency reserves	\$ -
2. Date of the most recent evaluation of this liability	12/31/2014
3. Was anticipated investment income utilized in this calculation?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

31. ANTICIPATED SALVAGE AND SUBROGATION

No significant change.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [ ] No [ X ]

1.2

If yes, has the report been filed with the domiciliary state?

Yes [ ] No [ ]

2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [ ] No [ X ]

2.2

If yes, date of change:

3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?  
If yes, complete Schedule Y, Parts 1 and 1A.

Yes [ X ] No [ ]

3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes [ X ] No [ ]

3.3

If the response to 3.2 is yes, provide a brief description of those changes.  
January 9, 2015 - OptumHealth Care Solutions, Inc., a Minnesota corporation, acquired a 100% ownership interest in Alere Health, LLC, a Delaware limited liability company. The LLC holds 6 companies.  
  
January 8, 2015 - International Psychological Services Pty Limited filed a notification of cessation of the Hong Kong branch of International Psychological Services Pty Limited, an Australia company effective January 15, 2015.  
  
February 13, 2015 - UnitedHealthcare International V S.á.r.l., a Luxembourg private limited liability company, was formed as a wholly owned subsidiary of UnitedHealthcare International L.P., a Luxembourg private limited liability company.  
  
February 13, 2015 - OptumRx Pharmacy, Inc., a Delaware corporation, was formed as a wholly owned subsidiary of OptumRx, Inc., a Delaware corporation.  
  
February 20, 2015 - UnitedHealthcare Benefit Plans of California, a California corporation, was formed as a wholly owned subsidiary of United HealthCare Services, Inc., a Minnesota corporation.  
  
March 10, 201 - Midwest Security Life Insurance Company, a Wisconsin corporation, changed its name to Harken Health Insurance Company.  
  
March 24, 2015 - 1031387 B.C. Unlimited Liability Company, a Canadian unlimited liability company, was formed as a wholly owned subsidiary of UnitedHealth Group Incorporated, a Minnesota corporation.

4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [ ] No [ X ]

4.2

If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?  
If yes, attach an explanation.

Yes [ ] No [ X ] N/A [ ]

6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2013

6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2013

6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

05/07/2015

6.4

By what department or departments?  
Arkansas Department of Insurance

6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes [ ] No [ ] N/A [ X ]

6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes [ ] No [ ] N/A [ X ]

7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes [ ] No [ X ]

7.2

If yes, give full information:

8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [ ] No [ X ]

8.2

If response to 8.1 is yes, please identify the name of the bank holding company.

8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [ X ] No [ ]

8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
Optum Bank, Inc.	Salt Lake City, Utah	NO	NO	YES	NO

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? .....  
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
(c) Compliance with applicable governmental laws, rules and regulations;  
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
(e) Accountability for adherence to the code.

Yes [ X ] No [ ]
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended? .....

Yes [ ] No [ X ]
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers? .....

Yes [ ] No [ X ]
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? .....

Yes [ ] No [ X ]
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount: .....

\$.....0

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) .....

Yes [ ] No [ X ]
- 11.2

If yes, give full and complete information relating thereto:
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA: .....

\$.....0
13.

Amount of real estate and mortgages held in short-term investments: .....

\$.....0
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates? .....

Yes [ ] No [ X ]
- 14.2

If yes, please complete the following:
- |                                                                                                     | 1                                                 | 2                                                  |
|-----------------------------------------------------------------------------------------------------|---------------------------------------------------|----------------------------------------------------|
|                                                                                                     | Prior Year-End<br>Book/Adjusted<br>Carrying Value | Current Quarter<br>Book/Adjusted<br>Carrying Value |
| 14.21 Bonds .....                                                                                   | \$.....0                                          | \$.....0                                           |
| 14.22 Preferred Stock .....                                                                         | \$.....0                                          | \$.....0                                           |
| 14.23 Common Stock .....                                                                            | \$.....0                                          | \$.....0                                           |
| 14.24 Short-Term Investments .....                                                                  | \$.....0                                          | \$.....0                                           |
| 14.25 Mortgage Loans on Real Estate .....                                                           | \$.....0                                          | \$.....0                                           |
| 14.26 All Other .....                                                                               | \$.....0                                          | \$.....0                                           |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) ..... | \$.....0                                          | \$.....0                                           |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above .....                       | \$.....0                                          | \$.....0                                           |
- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB? .....

Yes [ ] No [ X ]
- 15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? .....  
If no, attach a description with this statement.

Yes [ ] No [ ]

STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

\$ 0
- 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

\$ 0
- 16.3 Total payable for securities lending reported on the liability page

\$ 0

17. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes ☒ No ☐
- 17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
Bank of New York Mellon	Global Liquidity Services, 1 Wall St, 14th Floor, New York, NY 10286
Northern Trust	50 S. LaSalle, Chicago, IL 60675

- 17.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes ☐ No ☒
- 17.4 If yes, give full information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

- 17.5 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
107738	Goldman Sachs	200 West Street, New York, NY 10282

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes ☒ No ☐
- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
- 1.1 A&H loss percent

87.5 %
- 1.2 A&H cost containment percent

1.7 %
- 1.3 A&H expense percent excluding cost containment expenses

15.9 %
- 2.1 Do you act as a custodian for health savings accounts?

Yes [ ] No [ X ]
- 2.2 If yes, please provide the amount of custodial funds held as of the reporting date

\$0
- 2.3 Do you act as an administrator for health savings accounts?

Yes [ ] No [ X ]
- 2.4 If yes, please provide the balance of the funds administered as of the reporting date

\$0

STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

## SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

[illegible]

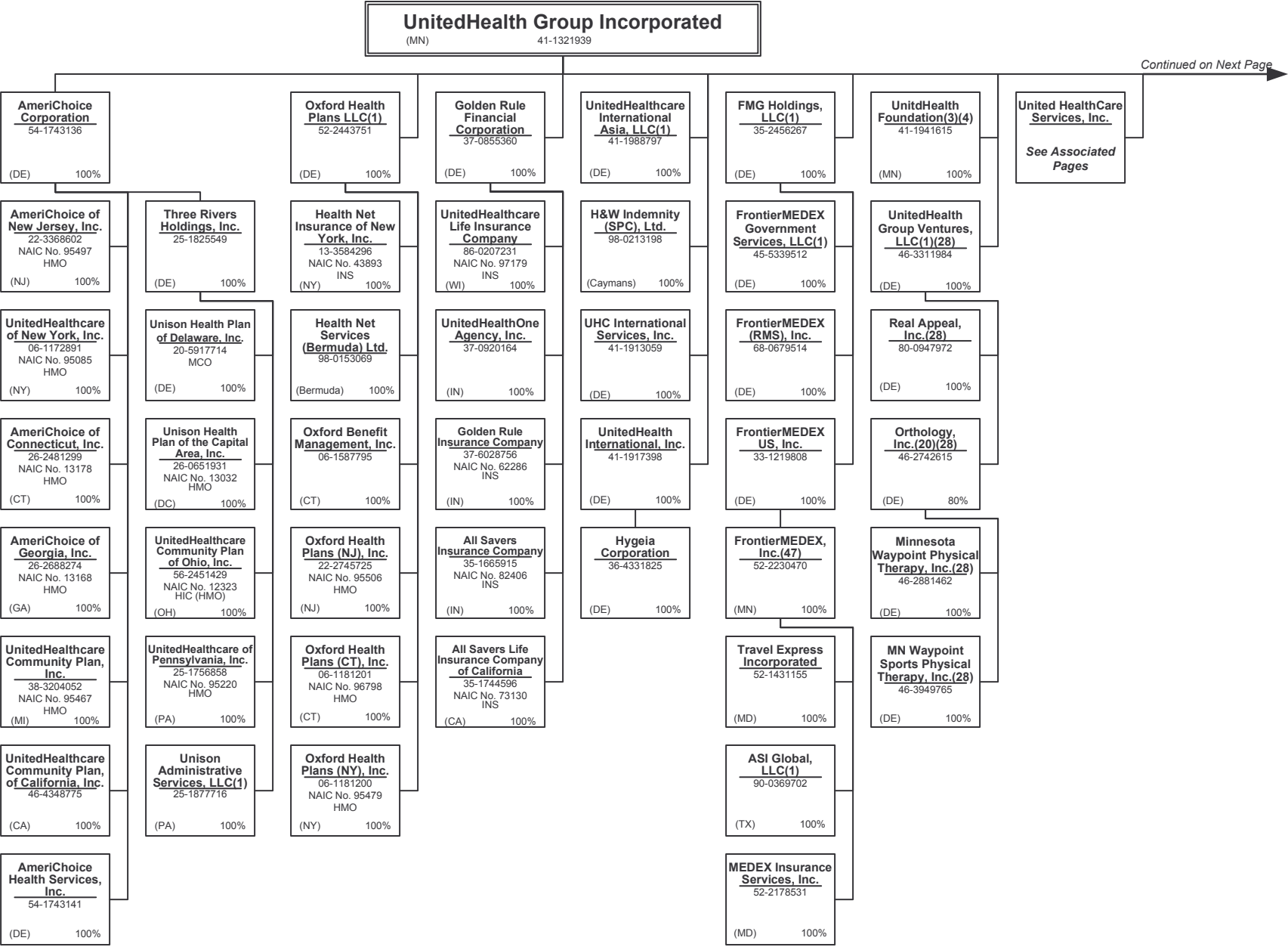
SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

			1	Direct Business Only							
			2	3	4	5	6	7	8	9	
States, etc.			Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums & Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama	AL	L	.0	780,420	.0	.0	.0	.0	780,420	.0
2.	Alaska	AK	N	.0	.0	.0	.0	.0	.0	.0	.0
3.	Arizona	AZ	N	.0	.0	.0	.0	.0	.0	.0	.0
4.	Arkansas	AR	L	.0	95,195,310	.0	.0	.0	.0	95,195,310	.0
5.	California	CA	N	.0	.0	.0	.0	.0	.0	.0	.0
6.	Colorado	CO	L	.0	(427)	.0	.0	.0	.0	(427)	.0
7.	Connecticut	CT	N	.0	.0	.0	.0	.0	.0	.0	.0
8.	Delaware	DE	N	.0	.0	.0	.0	.0	.0	.0	.0
9.	District of Columbia	DC	N	.0	.0	.0	.0	.0	.0	.0	.0
10.	Florida	FL	L	.0	3,237,610	.0	.0	.0	.0	3,237,610	.0
11.	Georgia	GA	L	.352	348,161,713	.0	.0	.0	.0	348,162,065	.0
12.	Hawaii	HI	N	.0	.0	.0	.0	.0	.0	.0	.0
13.	Idaho	ID	N	.0	.0	.0	.0	.0	.0	.0	.0
14.	Illinois	IL	L	.0	1,262,193	.0	.0	.0	.0	1,262,193	.0
15.	Indiana	IN	L	.0	2,080,543	.0	.0	.0	.0	2,080,543	.0
16.	Iowa	IA	L	.0	.0	.0	.0	.0	.0	.0	.0
17.	Kansas	KS	L	.0	.0	.0	.0	.0	.0	.0	.0
18.	Kentucky	KY	L	.0	.0	.0	.0	.0	.0	.0	.0
19.	Louisiana	LA	N	.0	.0	.0	.0	.0	.0	.0	.0
20.	Maine	ME	L	.0	1,215,457	.0	.0	.0	.0	1,215,457	.0
21.	Maryland	MD	N	.0	.0	.0	.0	.0	.0	.0	.0
22.	Massachusetts	MA	L	.0	1,131,115	.0	.0	.0	.0	1,131,115	.0
23.	Michigan	MI	N	.0	.0	.0	.0	.0	.0	.0	.0
24.	Minnesota	MN	N	.0	.0	.0	.0	.0	.0	.0	.0
25.	Mississippi	MS	N	.0	.0	.0	.0	.0	.0	.0	.0
26.	Missouri	MO	L	.0	94,459,893	.0	.0	.0	.0	94,459,893	.0
27.	Montana	MT	N	.0	.0	.0	.0	.0	.0	.0	.0
28.	Nebraska	NE	N	.0	.0	.0	.0	.0	.0	.0	.0
29.	Nevada	NV	N	.0	.0	.0	.0	.0	.0	.0	.0
30.	New Hampshire	NH	L	.0	3,832,717	.0	.0	.0	.0	3,832,717	.0
31.	New Jersey	NJ	L	.0	1,584,805	.0	.0	.0	.0	1,584,805	.0
32.	New Mexico	NM	L	.0	258,864	.0	.0	.0	.0	258,864	.0
33.	New York	NY	L	.0	.0	.0	.0	.0	.0	.0	.0
34.	North Carolina	NC	L	.0	.0	.0	.0	.0	.0	.0	.0
35.	North Dakota	ND	N	.0	.0	.0	.0	.0	.0	.0	.0
36.	Ohio	OH	L	.0	343,986	.0	.0	.0	.0	343,986	.0
37.	Oklahoma	OK	L	.0	.0	.0	.0	.0	.0	.0	.0
38.	Oregon	OR	N	.0	.0	.0	.0	.0	.0	.0	.0
39.	Pennsylvania	PA	L	.0	887,440	.0	.0	.0	.0	887,440	.0
40.	Rhode Island	RI	N	.0	.0	.0	.0	.0	.0	.0	.0
41.	South Carolina	SC	L	.0	286,212,674	.0	.0	.0	.0	286,212,674	.0
42.	South Dakota	SD	N	.0	.0	.0	.0	.0	.0	.0	.0
43.	Tennessee	TN	N	.0	.0	.0	.0	.0	.0	.0	.0
44.	Texas	TX	L	.0	58,021	.0	.0	.0	.0	58,021	.0
45.	Utah	UT	N	.0	.0	.0	.0	.0	.0	.0	.0
46.	Vermont	VT	N	.0	.0	.0	.0	.0	.0	.0	.0
47.	Virginia	VA	L	.0	203,939	.0	.0	.0	.0	203,939	.0
48.	Washington	WA	L	.0	.0	.0	.0	.0	.0	.0	.0
49.	West Virginia	WV	N	.0	.0	.0	.0	.0	.0	.0	.0
50.	Wisconsin	WI	N	.0	.0	.0	.0	.0	.0	.0	.0
51.	Wyoming	WY	N	.0	.0	.0	.0	.0	.0	.0	.0
52.	American Samoa	AS	N	.0	.0	.0	.0	.0	.0	.0	.0
53.	Guam	GU	N	.0	.0	.0	.0	.0	.0	.0	.0
54.	Puerto Rico	PR	N	.0	.0	.0	.0	.0	.0	.0	.0
55.	U.S. Virgin Islands	VI	N	.0	.0	.0	.0	.0	.0	.0	.0
56.	Northern Mariana Islands	MP	N	.0	.0	.0	.0	.0	.0	.0	.0
57.	Canada	CAN	N	.0	.0	.0	.0	.0	.0	.0	.0
58.	Aggregate Other Aliens	OT	XXX	.0	.0	.0	.0	.0	.0	.0	.0
59.	Subtotal	XXX		.352	840,906,273	.0	.0	.0	.0	840,906,625	.0
60.	Reporting Entity Contributions for Employee Benefit Plans	XXX		.0	.0	.0	.0	.0	.0	.0	.0
61.	Totals (Direct Business)	(a) 25		.352	840,906,273	0	0	0	0	840,906,625	0
DETAILS OF WRITE-INS											
58001.		XXX									
58002.		XXX									
58003.		XXX									
58998.	Summary of remaining write-ins for Line 58 from overflow page	XXX		.0	.0	.0	.0	.0	.0	.0	.0
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX		0	0	0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.  
(a) Insert the number of L responses except for Canada and Other Alien.  
Premiums are allocated by state based on the residence of the member.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 - ORGANIZATIONAL CHART

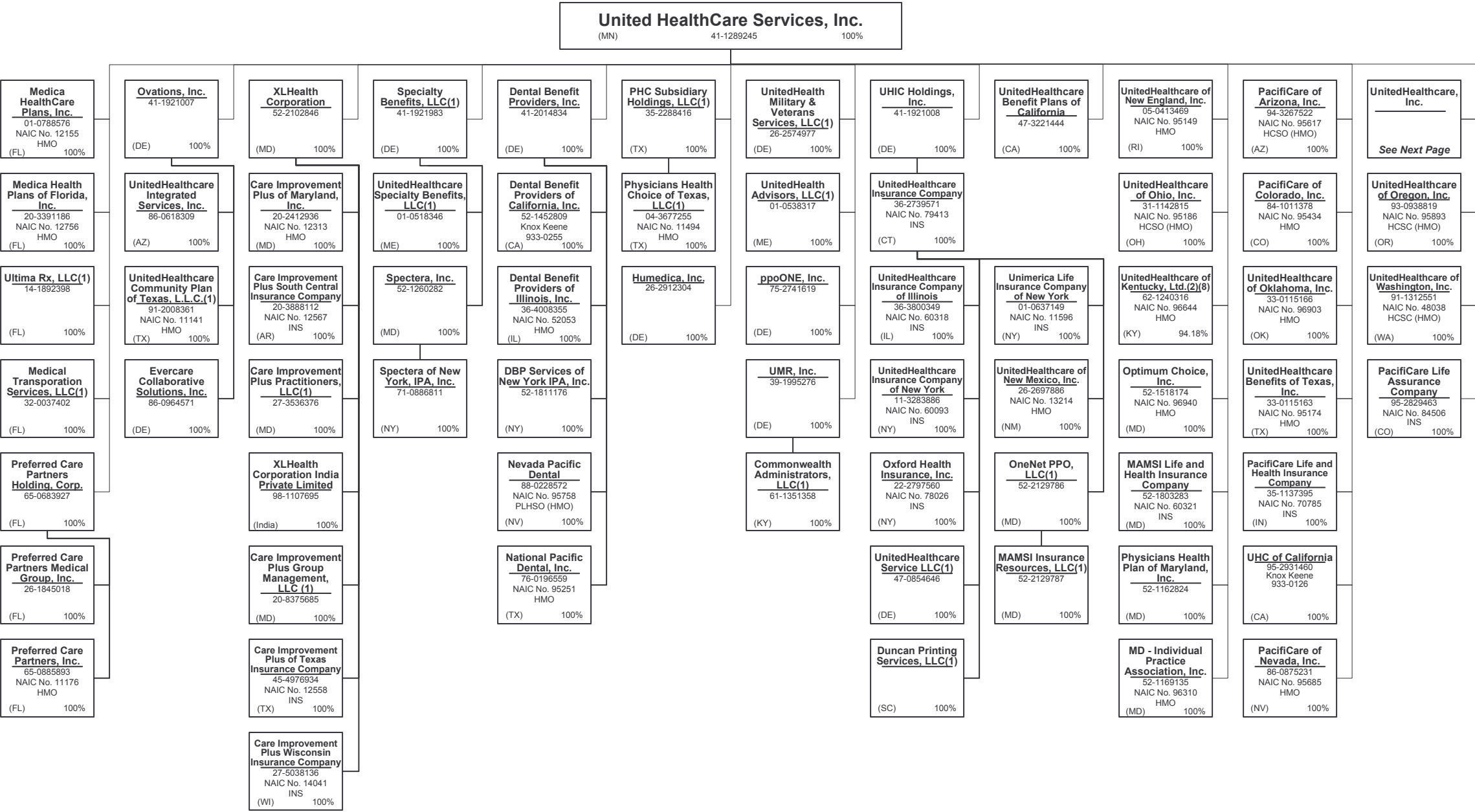




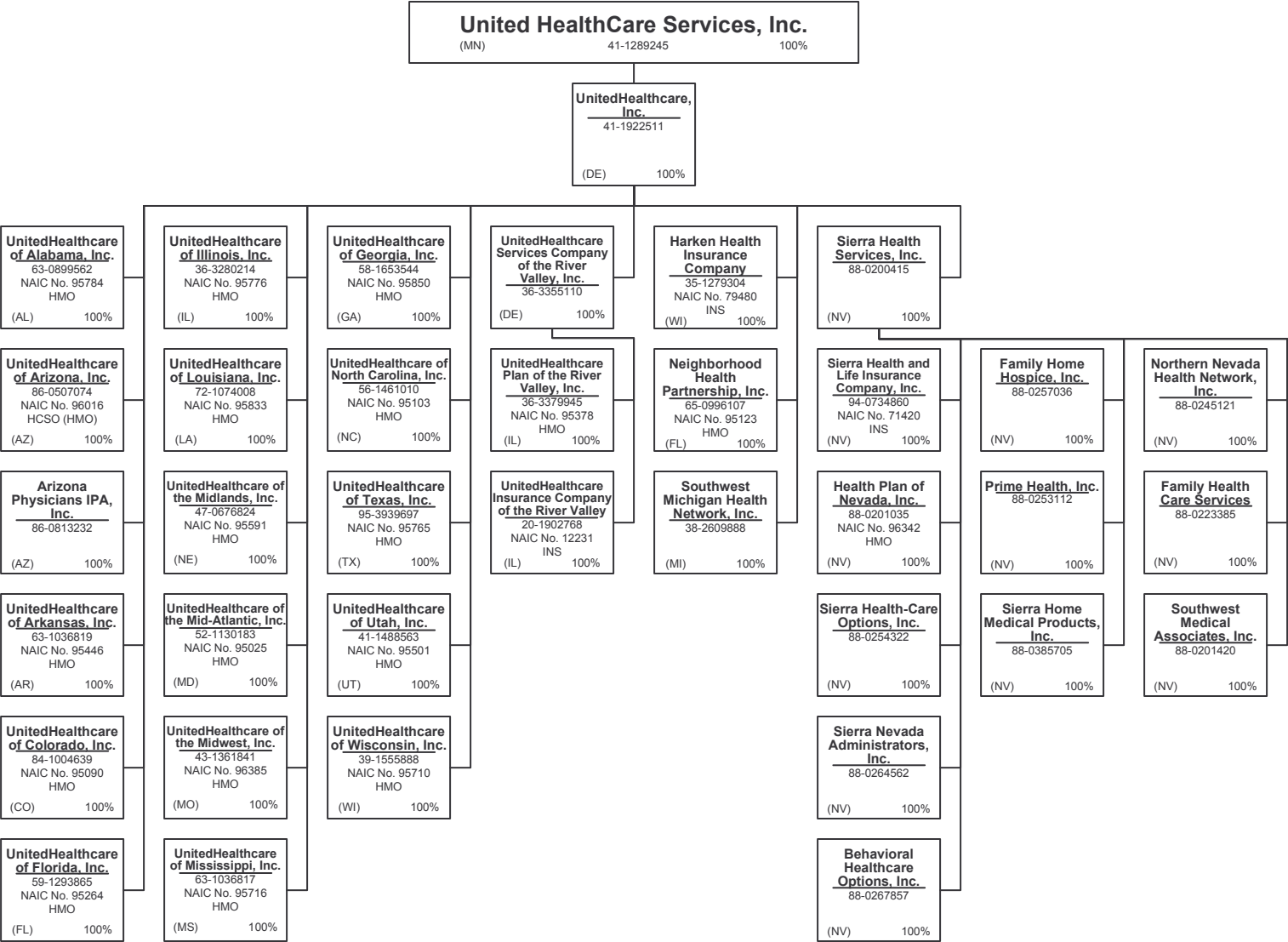


SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

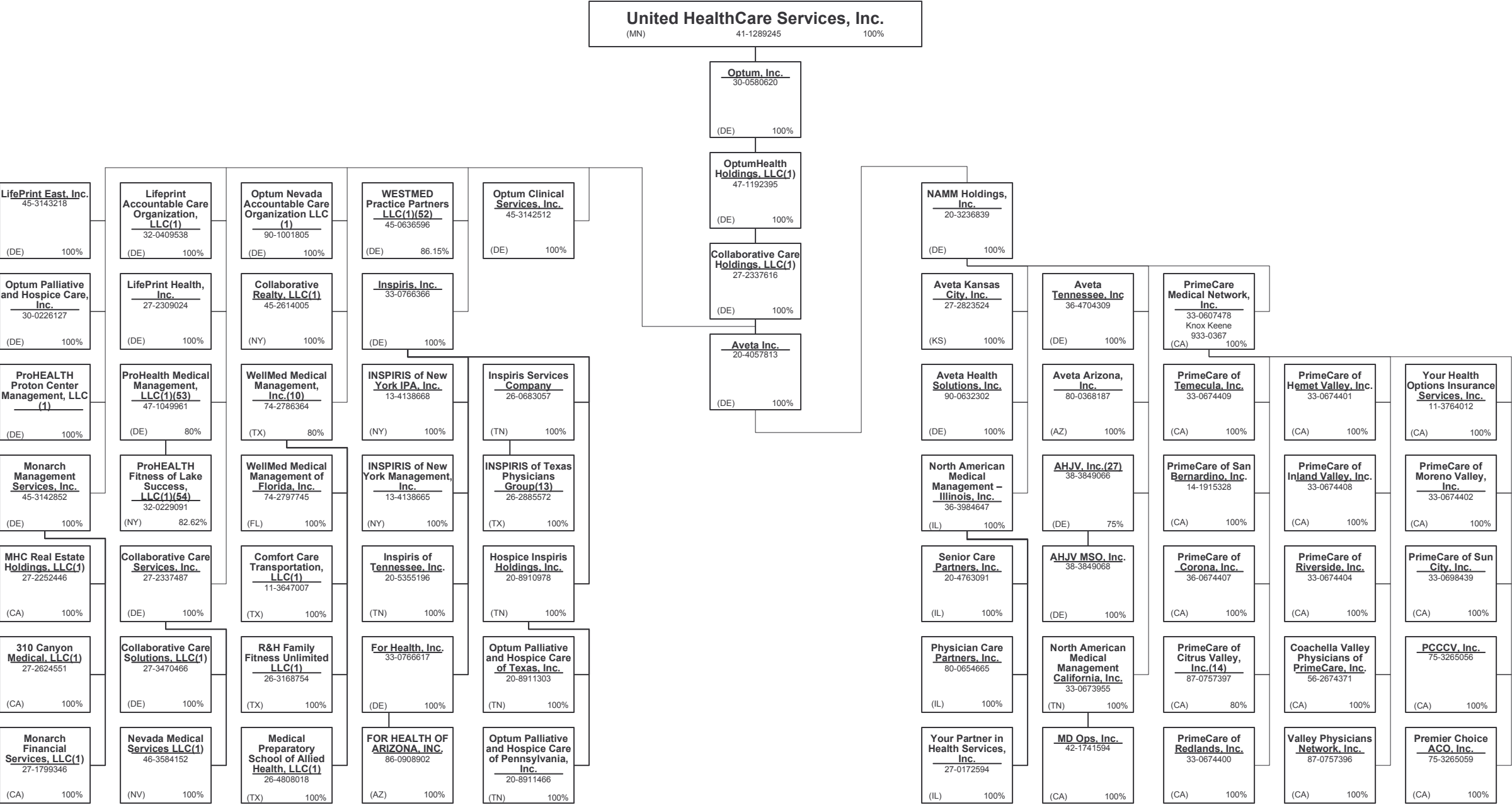


SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 - ORGANIZATIONAL CHART

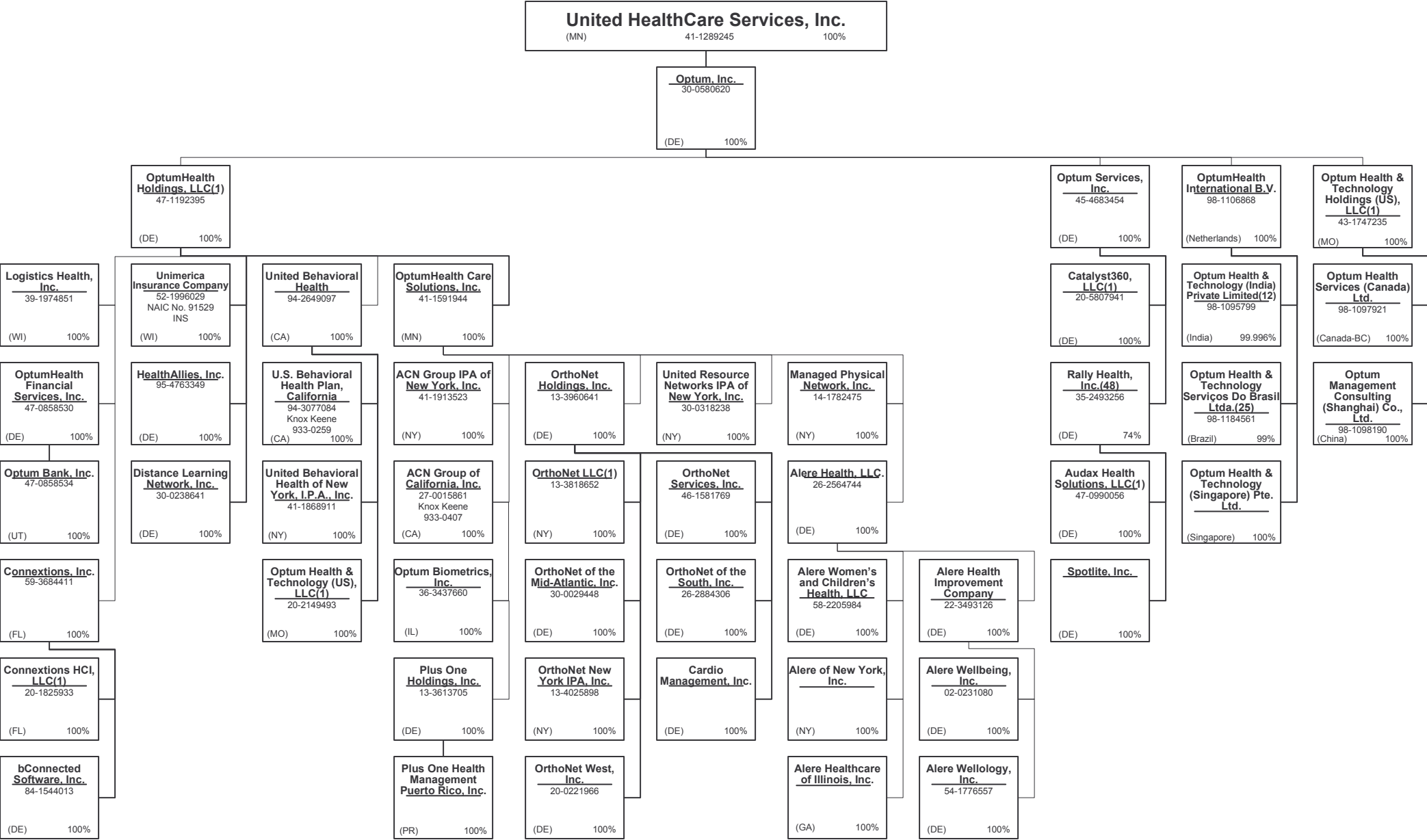


SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 - ORGANIZATIONAL CHART



## 15.6



STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

Notes

All legal entities on the Organization Chart are Corporations unless otherwise indicated.

- (1) Entity is a Limited Liability Company
- (2) Entity is a Partnership
- (3) Entity is a Non-Profit Corporation
- (4) Control of the Foundation is based on sole membership, not the ownership of voting securities
- (5) Perdicaris Participações Ltda. Is 99.9999% owned by Esho – Empresa de Serviços Hospitalares S.A. and 0.0001% owned by ISO Hospital Dia S.A.
- (6) UnitedHealth Group Information Services Private Limited is 99.37% owned by Optum Global Solutions International B.V. The remaining 0.63% is owned by UnitedHealth International, Inc.
- (7) United Healthcare India Private Limited is 99.9935% owned by UnitedHealthcare International II B.V. and 0.0065% owned by UnitedHealth International, Inc.
- (8) General partnership interests are held by United HealthCare Services, Inc. (89.77%) and by UnitedHealthcare, Inc. (10.23%). United HealthCare Services, Inc. also holds 100% of the limited partnership interests. When combining general and limited partner interests, United HealthCare Services, Inc. owns 94.18% and UnitedHealthcare, Inc. owns 5.83%.
- (9) Branch office located in Abu Dhabi, UAE.
- (10) WellMed Medical Management, Inc. is 80% owned by Collaborative Care Holdings, LLC and 20% owned by WMG Healthcare Partners, L.P.
- (11) Seisa Serviços Integrados de Saúde Ltda is 99.999994% owned by Amil Assistência Médica Internacional S.A. and 0.000006% owned by Dental Center Serviços Odontológicos Ltda.
- (12) Optum Health & Technology (India) Private Limited is 99.996% owned by OptumHealth International B.V. and 0.004 % owned by United Behavioral Health.
- (13) INSPIRIS of Texas Physicians Group is a Texas non-profit (taxable) whose sole member is Inspiris Services Company.
- (14) PrimeCare of Citrus Valley, Inc. is 80% owned by PrimeCare Medical Network, Inc. and 20% owned by Citrus Valley Medical Associates, Inc.
- (15) TBD
- (16) QSSI Technologies India Private Limited is 99.9% owned by Quality Software Services, Inc. and 0.1% owned by an Indian citizen.
- (17) Amico Saúde Ltda. is 99.99996% owned by Amil Assistência Médica Internacional S.A. and 0.21% owned by Promarket Propaganda e Marketing Ltda.
- (18) Esho – Empresa de Serviços Hospitalares S.A. is 98.886822% owned by Amil Assistência Médica Internacional S.A.; 0.042571% owned by Treasury Shares and 1.070607% owned by external shareholders.
- (19) Etho – Empresa de Tecnologia Hospitalar Ltda. 50.01% owned by Amil Assistência Médica Internacional S.A.and 49.99% owned by an external shareholder.
- (20) Orthology, Inc. is 80% owned by UnitedHealth Group Ventures, LLC and 20% owned by external shareholders.

- (21) Excellion Serviços Biomédicos S.A.is 99.98% owned by Esho – Empresa de Serviços Hospitalares S.A and 0.02% owned by external shareholders.
- (22) Branch offices in Iraq and Uganda.
- (23) Cemed Care Empresa de Atendimento Clínico Geral Ltda. Is 99.999999% owned by Amil Assistência Médica Internacional S.A. and 0.000001% owned by an officer of Amil.
- (24) Optum 360, LLC is 75% owned by Optum Rocket, Inc. and 25% owned by an external interest holder.
- (25) Optum Health & Technology Serviços Do Brasil Ltda. is 99% owned byOptumHealth International B.V. and 1 % owned by OptumInsight, Inc.
- (26) Bosque Medical Center S.A. is 94.243332% owned by Amil Assistência Médica Internacional S.A.and 5.7566% owned by Esho – Empresa de Serviços Hospitalares S.A.
- (27) AHJV, Inc. is 75% owned by NAMM Holdings, Inc. and 25% owned by Humana, Inc.
- (28) Entity is majority-owned by UHG or one of its affiliates. Corporate secretarial services for this entity are the responsibility of the portfolio company.
- (29) Promarket Propaganda e Marketing Ltda.is 99.79% owned by Amil Assistência Médica Internacional S.A and 0.21% owned by Amico Saúde Ltd.
- (30) Amil Clinical Research Participações Ltda. is 99.95% owned by Amil Lifesciences Participações Ltda. and 0.05% owned by an officer of Amil.
- (31) Imed Star Serviços de Desempenho Organizacional Ltda.is 99.92% owned by Amil Assistência Médica Internacional S.A and 0.08% owned by Amico Saúde Ltd.
- (32) HPP – Medicina Molecular, S.A. is 59.99852% owned by LMN - Laboratórios de Medicina Nuclear, Unipessoal, Lda. And 40.00148% owned by Lusíadas, S.A.
- (33) Hospital Alvorada Taguatinga Ltda. Is 99.99% owned by Amil Assistência Médica Internacional S.A. and 0.000001% owned by an officer of Amil.
- (34) Amil Lifesciences Participações Ltda. Is 99.999707% owned by Amil Assistência Médica Internacional S.A and 0.000293% owned by an officer of Amil.
- (35) FrontierMedex Kenya Limited is 99.9% owned by FrontierMEDEX Limited and 0.1% owned by UnitedHealthcare International I B.V.
- (36) Optum360 Services, Inc. is 75% owned by Optum Rocket, Inc. and 25% owned by an external interest holder.
- (37) The limited partners of UnitedHealth Group International, L.P. include FMG Holdings, LLC (14.9292%), Hygeia Corporation (DE) (0.2028%) and UnitedHealth Group Incorporated (84.868%). UnitedHealth Group International GP is the general partner of UnitedHealth Group International, L.P.
- (38) Polar II Fundo de Investimento em Participações is a Brazilian private equity investment fund incorporated in the form of a closed-end condominium.
- (39) TBD

- (40) Amil Assistência Médica Internacional S.A. is 90.23% owned by Polar II Fundo de Investimento em Participações and the remaining 9.77% is owned by the former controlling shareholders of Amil Assistência Médica Internacional S.A.
- (41) Lusíadas A.C.E. is 67% owned by Lusíadas, SGPS, S.A., 10% owned by Lusíadas, S.A., 10% owned by Lusíadas – Parcerias Cascais, S.A., 5% owned by LMN - Laboratórios de Medicina Nuclear, Unipessoal, Lda., 5% owned by HPP – Medicina Molecular, S.A. and 3% owned by HPP Viseu, S.A.
- (42) HPP Viseu, S.A. is 65% owned by Lusíadas, SGPS, S.A. The remaining 35% is jointly owned VISABEIRA Saúde - Serviços de Saúde, S.A.,VISABEIRA Participações Financeiras, SGPS, S.A., VISABEIRA Investimentos Financeiros SGPS, S.A. and Ciclorama - Estudos, Projectos e Produções, Lda.
- (43) Frontier Medex Tanzania Limited is 99% owned by FrontierMEDEX Limited. The remaining 1% is owned by an officer of FrontierMEDEX Limited.
- (44) TBD
- (45) Liaison office located in Beijing.
- (46) TBD
- (47) Representative office in Beijing
- (48) The remaining 26% is owned by internal and external investors.
- (49) Branch office located in Hong Kong.
- (50) Dental Center Serviços Odontológicos Ltda. is 65.28% owned by Seisa Serviços Integrados de Saúde Ltda. and 34.72% owned by Amil Assistência Médica Internacional S.A.
- (51) Hospital AMA S.A. is 50.48% owned by Esho – Empresa de Serviços Hospitalares S.A. and 49.52% owned by Seisa Serviços Integrados de Saúde Ltda.
- (52) WESTMED Practice Partners LLC is 86.15% owned by Collaborative Care Holdings, LLC and 13.85% owned by external shareholders.
- (53) ProHealth Medical Management, LLC is 80% owned by Collaborative Care Holdings, LLC and 20% owned by an external shareholder.
- (54) PROHEALTH FITNESS OF LAKE SUCCESS, LLC IS 82.62% owned by ProHealth Medical Management, LLC and 17.38% by an external shareholder.
- (55) Hospital e Maternidade Saint-Vivant Ltda. is 99.9999% owned by Esho – Empresa de Serviços Hospitalares S.A. and 0.00001% owned by Cemed Care Empresa de Atendimento Clínico Geral Ltda.
- (56) Hospital Geral e Maternidade Madre Maria Theodora Ltda. is 99.9999% owned by Esho – Empresa de Serviços Hospitalares S.A. and 0.00001% owned by Cemed Care Empresa de Atendimento Clínico Geral Ltda.
- (57) Angiografia e Hemodinâmica Madre Theodora Ltda. Is 50% owned by Hospital Geral e Maternidade Madre Maria Theodora Ltda. And 50% owned by 28 individual partners.
- (58) Aeromil Taxi Aereo Ltda is 20% owned by Amil Assistencia Medica Internacional S.A. and 80% owned by Mr. Edson de Godoy Bueno.

Important note: Under federal Exchange regulations, any change in ownership of a QHP (Qualified Health Plan) issuer or any of its parent entities requires advance notice to HHS.

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
0707	UnitedHealth Group Incorporated	00000					1031387 B.C. Unlimited Liability Company	CAN	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-2624551				310 Canyon Medical, LLC	CA	NIA	Monarch Management Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-1913523				ACN Group IPA of New York, Inc.	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-0015861				ACN Group of California, Inc.	CA	IA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	38-3849068				AHJV MSO, Inc.	DE	NIA	AHJV, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	38-3849066				AHJV, Inc.	DE	NIA	NAMM Holdings, Inc.	Ownership	75.000	UnitedHealth Group Incorporated	1
		00000	22-3493126				Alere Health Improvement Company	DE	NIA	Alere Health, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-2564744				Alere Health, LLC	DE	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
										Alere Women's and Children's Health, LLC				
		00000					Alere Healthcare of Illinois, Inc.	GA	NIA	Alere Women's and Children's Health, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	00000					Alere of New York, Inc.	NY	NIA		Ownership	100.000	UnitedHealth Group Incorporated	
		00000	02-0231080				Alere Wellbeing, Inc.	DE	NIA	Alere Health, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	54-1776557				Alere Wellology, Inc.	DE	NIA	Alere Health, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	58-2205984				Alere Women's and Children's Health, LLC	DE	NIA	Alere Health, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		82406	35-1665915				All Savers Insurance Company	IN	IA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
							All Savers Life Insurance Company of California	CA	IA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		73130	35-1744596				AmeriChoice Corporation	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	54-1743136				AmeriChoice Health Services, Inc.	DE	NIA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	54-1743141				AmeriChoice of Connecticut, Inc.	CT	IA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		13178	26-2481299				AmeriChoice of Georgia, Inc.	GA	IA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	13168	26-2688274				AmeriChoice of New Jersey, Inc.	NJ	IA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95497	22-3368602											
		00000	98-1108620				Amico Saúde Ltda.	BRA	NIA	S.A. Assistência Médica Internacional	Ownership	99.998	UnitedHealth Group Incorporated	2
		00000					Amil Assistência Médica Internacional S.A.	BRA	NIA	Polar II Fundo de Investimento em Participações	Ownership	90.220	UnitedHealth Group Incorporated	3
		00000	98-1109085				Amil Clinical Research Participações Ltda.	BRA	NIA	Amil Lifesciences Participações Ltda.	Ownership	99.950	UnitedHealth Group Incorporated	2
		00000	98-1138212				AMIL International S.á.r.l.	LUX	NIA	Amil Assistência Médica Internacional S.A.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1110579				Amil Lifesciences Participações Ltda.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	99.999	UnitedHealth Group Incorporated	2
		00000					Angiografia e Hemodinâmica Madre Theodora Ltda.	BRA	NIA	Hospital Geral e Maternidade Madre Maria Theodora Ltda.	Ownership	50.000	UnitedHealth Group Incorporated	4
		00000	86-0813232				Arizona Physicians IPA, Inc.	AZ	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	90-0369702				ASI Global, LLC	TX	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	47-0990056				Audax Health Solutions, LLC	DE	NIA	Rally Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	80-0368187				Aveta Arizona, Inc.	AZ	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	90-0632302				Aveta Health Solutions Inc.	DE	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-4057813				Aveta Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-2823524				Aveta Kansas City, Inc.	KS	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	36-4704309				Aveta Tennessee, Inc	DE	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	84-1544013				bConnected Software, Inc.	DE	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0267857				Behavioral Healthcare Options, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1112673				Bosque Medical Center S.A.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	94.920	UnitedHealth Group Incorporated	5
		00000	98-1112673				Bosque Medical Center S.A.	BRA	NIA	Esho – Empresa de Serviços Hospitalares S.A.	Ownership	5.080	UnitedHealth Group Incorporated	5
		00000					Cardio Management, Inc.	DE	NIA	OrthoNet Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	



**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Perce-ntage	Ultimate Controlling Entity(ies)/Person(s)	*
		00000	20-8375685				Care Improvement Plus Group Management, LLC	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	12313	20-2412936				Care Improvement Plus of Maryland, Inc.	MD	IA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
							Care Improvement Plus of Texas Insurance Company	TX	IA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	12558	45-4976934				Care Improvement Plus Practitioners, LLC	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-3536376				Care Improvement Plus South Central Insurance Company	AR	RE	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	12567	20-3888112				Care Improvement Plus Wisconsin Insurance Company	WI	IA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-5807941				Catalyst360, LLC	DE	NIA	Optum Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1111491				Cemed Care Empresa de Atendimento Clínico Geral Ltda.	BRA	NIA	S.A. Amil Assistência Médica Internacional	Ownership	99.990	UnitedHealth Group Incorporated	2
		00000					ChinaGate (Hong Kong) Limited	HKG	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1094627				ChinaGate Company Limited	CHN	NIA	ChinaGate (Hong Kong) Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	56-2674371				Coachella Valley Physicians of PrimeCare, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-2337616				Collaborative Care Holdings, LLC	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-2337487				Collaborative Care Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-3470466				Collaborative Care Solutions, LLC	DE	NIA	Collaborative Care Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	45-2614005				Collaborative Realty, LLC	NY	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	11-3647007				Comfort Care Transportation, LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	61-1351358				Commonwealth Administrators, LLC	KY	NIA	UMR, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-1825933				Connexions HCI, LLC	FL	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	59-3684411				Connexions, Inc.	FL	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-1811176				DBP Services of New York IPA, Inc.	NY	NIA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	00000	52-1452809				Dental Benefit Providers of California, Inc.	CA	IA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
							Dental Benefit Providers of Illinois, Inc.							
0707	UnitedHealth Group Incorporated	52053	36-4008355				Dental Benefit Providers, Inc.	IL	IA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-2014834				Dental Center Serviços Odontológicos Ltda.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1203407				Dental Center Serviços Odontológicos Ltda.	BRA	NIA	Seisa Serviços Integrados de Saúde Ltda.	Ownership	65.280	UnitedHealth Group Incorporated	6
		00000	98-1203407				Dental Center Serviços Odontológicos Ltda.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	34.720	UnitedHealth Group Incorporated	6
		00000	30-0238641				Distance Learning Network, Inc.	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Duncan Printing Services, LLC	SC	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	84-1162764				Electronic Network Systems, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1103713				ELG FZE	ARE	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1111172				Esho – Empresa de Serviços Hospitalares S.A.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	98.999	UnitedHealth Group Incorporated	7
		00000					Etho – Empresa de Tecnologia Hospitalar Ltda.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	50.010	UnitedHealth Group Incorporated	8
		00000	86-0964571				Evercare Collaborative Solutions, Inc.	DE	NIA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1111239				Excellion Serviços Biomédicos S.A.	BRA	NIA	S.A. Esho – Empresa de Serviços Hospitalares	Ownership	99.990	UnitedHealth Group Incorporated	8
		00000	11-3669765				Executive Health Resources, Inc.	PA	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Exploration for Mine Clearance LLC	IRQ	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1113428				Exploration Logistics BC Ltd.	CAN	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0223385				Family Health Care Services	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0257036				Family Home Hospice, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

SCHEDULE Y  
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
		.00000	35-2456267				FMG Holdings, LLC	.DE	.NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	86-0908902				FOR HEALTH OF ARIZONA, INC.	.AZ	.NIA	For Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	33-0766617				For Health, Inc.	.DE	.NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Frontier MEDEX Limited	.GBR	.NIA	UnitedHealthcare International I B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1101521				Frontier MEDEX Limited	.IRQ	.NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Frontier Medex Tanzania Limited	.TZA	.NIA	Frontier MEDEX Limited	Ownership	99.000	UnitedHealth Group Incorporated	
		.00000					Frontier Medex Tanzania Limited	.TZA	.NIA	Frontier MEDEX Limited	Ownership	1.000	UnitedHealth Group Incorporated	
		.00000	68-0679514				FrontierMEDEX (RMS), Inc.	.DE	.NIA	FMG Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1103497				FrontierMEDEX Canada Holdings Ltd.	.CAN	.NIA	UnitedHealthcare International I B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1104429				FrontierMEDEX Canada Limited	.CAN	.NIA	FrontierMEDEX Canada Holdings Ltd.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	45-5339512				FrontierMEDEX Government Services, LLC	.DE	.NIA	FMG Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1147103				FrontierMedex Kenya Limited	.KEN	.NIA	Frontier MEDEX Limited	Ownership	99.900	UnitedHealth Group Incorporated	
		.00000	98-1147103				FrontierMedex Kenya Limited	.KEN	.NIA	UnitedHealthcare International I B.V.	Ownership	0.100	UnitedHealth Group Incorporated	
		.00000	33-1219808				FrontierMEDEX US, Inc.	.DE	.NIA	FMG Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	52-2230470				FrontierMEDEX, Inc.	.MN	.NIA	FrontierMEDEX US, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	37-0855360				Golden Rule Financial Corporation	.DE	.NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.62286	37-6028756	3057283			Golden Rule Insurance Company	.IN	.IA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-0213198				H&W Indemnity (SPC), Ltd.	.CYM	.NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.79480	35-1279304				Harken Health Insurance Company	.WI	.IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.43893	13-3584296				Health Net Insurance of New York, Inc.	.NY	.IA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-0153069				Health Net Services (Bermuda) Ltd.	.BMU	.NIA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96342	88-0201035				Health Plan of Nevada, Inc.	.NV	.IA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1098167				Health Technology Analysts Pty Limited	.AUS	.NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	95-4763349				HealthAllies, Inc.	.DE	.NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-8910978				Hospice Inspiris Holdings, Inc.	.TN	.NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1111920				Hospital Alvorada de Taguatinga Ltda.	.BRA	.NIA	Amil Assistência Médica Internacional S.A.	Ownership	99.990	UnitedHealth Group Incorporated	2
		.00000	98-1202916				Hospital AMA S.A.	.BRA	.NIA	Esho – Empresa de Serviços Hospitalares S.A.	Ownership	50.480	UnitedHealth Group Incorporated	
		.00000	98-1202916				Hospital AMA S.A.	.BRA	.NIA	Seisa Serviços Integrados de Saúde Ltda.	Ownership	49.520	UnitedHealth Group Incorporated	
		.00000	98-1203135				Hospital Carlos Chagas S.A.	.BRA	.NIA	Esho – Empresa de Serviços Hospitalares S.A.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1219111				Hospital e Maternidade Saint-Vivant Ltda.	.BRA	.NIA	Esho – Empresa de Serviços Hospitalares S.A.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1219111				Hospital e Maternidade Saint-Vivant Ltda.	.BRA	.NIA	Cemed Care Empresa de Atendimento Clínico Geral Ltda.	Ownership	0.000	UnitedHealth Group Incorporated	
		.00000	98-1209342				Hospital Geral e Maternidade Madre Maria Theodora Ltda.	.BRA	.NIA	Esho – Empresa de Serviços Hospitalares S.A.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1209342				Hospital Geral e Maternidade Madre Maria Theodora Ltda.	.BRA	.NIA	Cemed Care Empresa de Atendimento Clínico Geral Ltda.	Ownership	0.000	UnitedHealth Group Incorporated	
		.00000					HPP – Medicina Molecular, S.A.	.PRT	.NIA	LMN – Laboratório de Medicina Nuclear, Unipessoal, Lda.	Ownership	59.999	UnitedHealth Group Incorporated	
		.00000					HPP – Medicina Molecular, S.A.	.PRT	.NIA	Lusiadas, S.A.	Ownership	40.001	UnitedHealth Group Incorporated	
		.00000	98-1139169				HPP Viseu, S.A.	.PRT	.NIA	Lusiadas, SGPS, S.A.	Ownership	65.000	UnitedHealth Group Incorporated	1
		.00000	26-2912304				Humedica, Inc.	.DE	.NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	36-4331825				Hygeia Corporation	.DE	.NIA	UnitedHealth International, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1099968				Hygeia Corporation (Ontario)	.CAN	.NIA	UnitedHealth Group International L.P.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Imed Star – Serviços de Desempenho Organizacional Ltda.	.BRA	.NIA	Amil Assistência Médica Internacional S.A.	Ownership	99.920	UnitedHealth Group Incorporated	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

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		..00000					Imed Star – Serviços de Desempenho Organizacional Ltda.	..BRA	..NIA	Amico Saúde Ltda.	Ownership	..0.080	UnitedHealth Group Incorporated	
		..00000	62-1641102				Ingram & Associates, LLC	..TN	..NIA	Optum360, LLC	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	13-4138668				INSPIRIS of New York IPA, Inc.	..NY	..NIA	Inspiris, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	13-4138665				INSPIRIS of New York Management, Inc.	..NY	..NIA	Inspiris, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	20-5355196				Inspiris of Tennessee, Inc.	..TN	..NIA	Inspiris, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	26-2885572				INSPIRIS of Texas Physician Group	..TX	..NIA	Inspiris Services Company	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	26-0683057				Inspiris Services Company	..TN	..NIA	Inspiris, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	33-0766366				Inspiris, Inc.	..DE	..NIA	Collaborative Care Holdings, LLC	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	98-1097022				International Psychological Services Pty Limited	..AUS	..NIA	Optum Health & Technology (Australia) Pty. Ltd.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	32-0409538				Lifeprint Accountable Care Organization, LLC	..DE	..NIA	Collaborative Care Holdings, LLC	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	45-3143218				Lifeprint East, Inc.	..DE	..NIA	Collaborative Care Holdings, LLC	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	27-2309024				LifePrint Health, Inc.	..DE	..NIA	Collaborative Care Holdings, LLC	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000					LMN – Laboratório de Medicina Nuclear, Unipessoal, Lda.	..PRT	..NIA	Lusiadas, S.A.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	39-1974851				Logistics Health, Inc.	..WI	..NIA	OptumHealth Holdings, LLC	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	98-1139095				Lusiadas A.C.E.	..PRT	..NIA	Lusiadas, SGPS, S.A.	Ownership	..67.000	UnitedHealth Group Incorporated	
		..00000	98-1139095				Lusiadas A.C.E.	..PRT	..NIA	Lusiadas, S.A.	Ownership	..10.000	UnitedHealth Group Incorporated	
		..00000	98-1139095				Lusiadas A.C.E.	..PRT	..NIA	Lusiadas-Parcerias Cascais, S.A.	Ownership	..10.000	UnitedHealth Group Incorporated	
		..00000	98-1139095				Lusiadas A.C.E.	..PRT	..NIA	HPP – Medicina Molecular, S.A.	Ownership	..5.000	UnitedHealth Group Incorporated	
		..00000	98-1139095				Lusiadas A.C.E.	..PRT	..NIA	LMN – Laboratório de Medicina Nuclear, Unipessoal, Lda.	Ownership	..5.000	UnitedHealth Group Incorporated	
		..00000	98-1139095				Lusiadas A.C.E.	..PRT	..NIA	HPP Viseu, S.A.	Ownership	..3.000	UnitedHealth Group Incorporated	
		..00000	98-1139089				Lusiadas, S.A.	..PRT	..NIA	Lusiadas, SGPS, S.A.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	98-1138570				Lusiadas, SGPS, S.A.	..PRT	..NIA	Amil International S.á.r.l.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	98-1137620				Lusiadas-Parcerias Cascais, S.A.	..PRT	..NIA	Lusiadas, SGPS, S.A.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	52-2129787				MAMSI Insurance Resources, LLC	..MD	..NIA	OneNet PPO, LLC	Ownership	..100.000	UnitedHealth Group Incorporated	
..0707	UnitedHealth Group Incorporated	..60321	52-1803283				MAMSI Life and Health Insurance Company	..MD	..IA	United HealthCare Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	14-1782475				Managed Physical Network, Inc.	..NY	..NIA	OptumHealth Care Solutions, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	42-1741594				MD Ops, Inc.	..CA	..NIA	North American Medical Management California, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
..0707	UnitedHealth Group Incorporated	..96310	52-1169135				MD-Individual Practice Association, Inc.	..MD	..IA	United HealthCare Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	52-2178531				MEDEX Insurance Services, Inc.	..MD	..NIA	FrontierMEDEX, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
..0707	UnitedHealth Group Incorporated	..12756	20-3391186				Medica Health Plans of Florida, Inc.	..FL	..IA	United HealthCare Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
..0707	UnitedHealth Group Incorporated	..12155	01-0788576				Medica HealthCare Plans, Inc.	..FL	..IA	United HealthCare Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	26-4808018				Medical Preparatory School of Allied Health, LLC	..TX	..NIA	WellMed Medical Management, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	32-0037402				Medical Transportation Services, LLC	..FL	..NIA	United HealthCare Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000					MedSynergies North Texas, Inc.	..TX	..NIA	MedSynergies, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	75-2515691				MedSynergies, Inc.	..DE	..NIA	Mustang Razorback Holdings, Inc.,	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	27-2252446				MHC Real Estate Holdings, LLC	..CA	..NIA	Monarch Management Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	46-2881462				Minnesota Waypoint Physical Therapy, Inc.	..DE	..NIA	Orthology, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	46-3949765				MN Waypoint Sports Physical Therapy, Inc.	..DE	..NIA	Orthology, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	27-1799346				Monarch Financial Services, LLC	..CA	..NIA	Monarch Management Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	45-3142852				Monarch Management Services, Inc.	..DE	..NIA	Collaborative Care Holdings, LLC	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	47-1935798				Mustang Razorback Holdings, Inc.	..DE	..NIA	OptumInsight, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	20-3236839				NAMM Holdings, Inc.	..DE	..NIA	Aveta Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
..0707	UnitedHealth Group Incorporated	..95251	76-0196559				National Pacific Dental, Inc.	..TX	..IA	Dental Benefit Providers, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
..0707	UnitedHealth Group Incorporated	..95123	65-0996107				Neighborhood Health Partnership, Inc.	..FL	..IA	UnitedHealthcare, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
0707	UnitedHealth Group Incorporated	00000	20-4755277				Netwerkes, LLC	TN	NIA	Payment Resolution Services, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-3584152				Nevada Medical Services LLC	NV	NIA	Collaborative Care Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		95758	88-0228572				Nevada Pacific Dental	NV	IA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	36-3984647				North American Medical Management - Illinois, Inc.	IL	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0673955				North American Medical Management California, Inc.	TN	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0245121				Northern Nevada Health Network, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	00000	52-2129786				OneNet PPO, LLC	MD	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		96940	52-1518174				Optimum Choice, Inc.	MD	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1104898				Optum (Spain), S.A.U.	ESP	NIA	Optum Clinical Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	47-0858534	3202702			Optum Bank, Inc.	UT	NIA	OptumHealth Financial Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	36-3437660				Optum Biometrics, Inc.	IL	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	45-3142512				Optum Clinical Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	36-4375169	3886791			Optum Clinical Solutions, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1094849				Optum Clinical Solutions, Ltd.	GBR	NIA	Optum Clinical Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Optum Global Solutions International B.V.	NLD	NIA	Optum Technology, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	04-3574101				Optum Government Solutions, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Optum Health & Technology (Australia) Pty Ltd	AUS	NIA	Optum Health & Technology (UK) Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1095799				Optum Health & Technology (India) Private Limited	IND	NIA	OptumHealth International B.V.	Ownership	99.996	UnitedHealth Group Incorporated	
		00000	98-1095799				Optum Health & Technology (India) Private Limited	IND	NIA	United Behavioral Health	Ownership	0.004	UnitedHealth Group Incorporated	
		00000					Optum Health & Technology (Singapore) Pte. Ltd.	SGP	NIA	OptumHealth International B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1095879				Optum Health & Technology (UK) Limited	GBR	NIA	Optum UK Solutions Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-2149493				Optum Health & Technology (US), LLC	MO	NIA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	43-1747235				Optum Health & Technology Holdings (US), LLC	MO	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1184561				Optum Health & Technology Serviços Do Brasil Ltda.	BRA	NIA	OptumHealth International B.V.	Ownership	99.000	UnitedHealth Group Incorporated	
		00000	98-1184561				Optum Health & Technology Serviços Do Brasil Ltda.	BRA	NIA	OptumInsight, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	
		00000	98-1097921				Optum Health Services (Canada) Ltd.	CAN	NIA	Optum Health & Technology Holdings (US), LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1147355				Optum Health Solutions (UK) Limited	GBR	NIA	Optum UK Solutions Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-4734521				Optum Labs Dimensions, Inc.	DE	NIA	Optum Labs, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-1615964				Optum Labs, Inc.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1209730				Optum Life Sciences (Canada) Inc.	CAN	NIA	OptumInsight Life Sciences, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1098190				Optum Management Consulting (Shanghai) Co., Ltd.	CHN	NIA	Optum Health & Technology Holdings (US), LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	90-1001805				Optum Nevada Accountable Care Organization LLC	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-8911466				Optum Palliative and Hospice Care of Pennsylvania, Inc.	TN	NIA	Hospice Inspiris Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-8911303				Optum Palliative and Hospice Care of Texas, Inc.	TN	NIA	Hospice Inspiris Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	30-0226127				Optum Palliative and Hospice Care, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-4581265				Optum Public Sector Solutions, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-3328009				Optum Rocket, Inc.	DE	NIA	Optum Clinical Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
		00000	45-4683454				Optum Services, Inc.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-0644599				Optum Solutions UK Holdings Limited	GBR	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-5713629				Optum Technology, Inc.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1097769				Optum UK Solutions Group Limited	GBR	NIA	Optum Solutions UK Holdings Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	30-0580620	3119994			Optum, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-3983926				Optum360 Services, Inc.	DE	NIA	Optum Rocket, Inc.	Ownership	75.000	UnitedHealth Group Incorporated	B
		00000	46-3328307				Optum360, LLC	DE	NIA	Optum Rocket, Inc.	Ownership	75.000	UnitedHealth Group Incorporated	B
		00000	41-1591944				OptumHealth Care Solutions, Inc.	MN	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	47-0858530				OptumHealth Financial Services, Inc.	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	47-1192395				OptumHealth Holdings, LLC	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1106868				OptumHealth International B.V.	NLD	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					OptumInsight Holdings, LLC	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	04-3383745				OptumInsight Life Sciences, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-1858498				OptumInsight, Inc.	DE	NIA	OptumInsight Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					OptumRx Holdings, LLC	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-0151096				OptumRx NY IPA, Inc.	NY	NIA	OptumRx, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	47-3146510				OptumRx Pharmacy, Inc.	DE	NIA	OptumRx, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0441200				OptumRx, Inc.	CA	NIA	OptumRx Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	13-3960641				OrthoNet Holdings, Inc.	DE	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	13-3818652				OrthoNet LLC	NY	NIA	OrthoNet Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	13-4025898				OrthoNet New York IPA, Inc.	NY	NIA	OrthoNet Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	30-0029448				OrthoNet of the Mid-Atlantic, Inc.	DE	NIA	OrthoNet Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-2884306				OrthoNet of the South, Inc.	DE	NIA	OrthoNet Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-1581769				OrthoNet Services, Inc.	DE	NIA	OrthoNet Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-0221966				OrthoNet West, Inc.	DE	NIA	OrthoNet Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-1921007				Ovations, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	06-1587795				Oxford Benefit Management, Inc.	CT	NIA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	78026	22-2797560				Oxford Health Insurance, Inc.	NY	IA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	96798	06-1181201				Oxford Health Plans (CT), Inc.	CT	IA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	95506	22-2745725				Oxford Health Plans (NJ), Inc.	NJ	IA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	95479	06-1181200				Oxford Health Plans (NY), Inc.	NY	IA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-2443751				Oxford Health Plans LLC	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
							PacifiCare Life and Health Insurance Company	IN	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	70785	35-1137395				PacifiCare Life Assurance Company	CO	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	84506	95-2829463				PacifiCare of Arizona, Inc.	AZ	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	95617	94-3267522				PacifiCare of Colorado, Inc.	CO	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	95434	84-1011378				PacifiCare of Nevada, Inc.	NV	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	95685	86-0875231				Payment Resolution Services, LLC	TN	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	62-1451147				PCCCV, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	75-3265056				PHC Subsidiary Holdings, LLC	TX	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	35-2288416				PHYS Holding Corp.	DE	NIA	MedSynergies, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					PhyServe Holdings, Inc.	DE	NIA	MedSynergies, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
										North American Medical Management - Illinois, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	00000	80-0654665				Physician Care Partners, Inc.	IL	NIA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		11494	04-3677255				Physicians Health Choice of Texas, LLC	TX	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-1162824				Physicians Health Plan of Maryland, Inc.	MD	NIA		Ownership	100.000	UnitedHealth Group Incorporated	
							Plus One Health Management Puerto Rico, Inc.	PR	NIA	Plus One Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	13-3613705				Plus One Holdings, Inc.	DE	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
		00000	98-1083164				Polar II Fundo de Investimento em Participações	BRA	NIA	UnitedHealthcare International IV S.á.r.l.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	75-2741619				ppoONE, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	65-0683927				Preferred Care Partners Holding, Corp.	FL	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-1845018				Preferred Care Partners Medical Group, Inc.	FL	NIA	Preferred Care Partners Holding, Corp.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	11176	65-0885893				Preferred Care Partners, Inc.	FL	IA	Preferred Care Partners Holding, Corp.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	75-3265059				Premier Choice ACO, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0253112				Prime Health, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	00000	33-0607478				PrimeCare Medical Network, Inc.	CA	IA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	87-0757397				PrimeCare of Citrus Valley, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	80.000	UnitedHealth Group Incorporated	1
		00000	33-0674407				PrimeCare of Corona, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674401				PrimeCare of Hemet Valley, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674408				PrimeCare of Inland Valley, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674402				PrimeCare of Moreno Valley, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674400				PrimeCare of Redlands, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674404				PrimeCare of Riverside, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	14-1915328				PrimeCare of San Bernardino, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0698439				PrimeCare of Sun City, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674409				PrimeCare of Temecula, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	32-0229091				ProHEALTH Fitness of Lake Success, LLC	NY	NIA	ProHealth Medical Management, LLC	Ownership	82.620	UnitedHealth Group Incorporated	8
		00000	47-1049961				ProHealth Medical Management, LLC	DE	NIA	Collaborative Care Holdings, LLC	Ownership	80.000	UnitedHealth Group Incorporated	1
		00000					ProHealth Proton Center Management, LLC	DE	NIA	ProHealth Medical Management, LLC.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1112304				Promarket Propaganda e Marketing Ltda.	BRA	NIA	S.A. Amil Assistência Médica Internacional	Ownership	99.790	UnitedHealth Group Incorporated	
		00000	98-1112304				Promarket Propaganda e Marketing Ltda.	BRA	NIA	Amico Saúde Ltda.	Ownership	0.210	UnitedHealth Group Incorporated	
		00000	98-1103015				QSSI Technologies India Private Limited	JND	NIA	Quality Software Services, Inc.	Ownership	99.900	UnitedHealth Group Incorporated	8
		00000	52-2016292				Quality Software Services, Inc.	MD	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-3168754				R&H Family Fitness Unlimited LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	35-2493256				Rally Health, Inc.	DE	NIA	Optum Services, Inc.	Ownership	74.000	UnitedHealth Group Incorporated	9
		00000	80-0947972				Real Appeal, Inc.	DE	NIA	UnitedHealth Group Ventures, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					ScriptSwitch Limited	GBR	NIA	Optum UK Solutions Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1202716				Seisa Serviços Integrados de Saúde Ltda.	BRA	NIA	S.A. Dental Center Serviços Odontológicos Ltda.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1202716				Seisa Serviços Integrados de Saúde Ltda.	BRA	NIA	North American Medical Management - Illinois, Inc.	Ownership	0.000	UnitedHealth Group Incorporated	
		00000	20-4763091				Senior Care Partners, Inc.	IL	NIA		Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	71420	94-0734860				Sierra Health and Life Insurance Company, Inc.	NV	IA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0200415				Sierra Health Services, Inc.	NV	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0254322				Sierra Health-Care Options, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0385705				Sierra Home Medical Products, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0264562				Sierra Nevada Administrators, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0201420				Southwest Medical Associates, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	38-2609888				Southwest Michigan Health Network Inc.	MI	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-1921983				Specialty Benefits, LLC	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	71-0886811				Spectera of New York, IPA, Inc.	NY	NIA	Spectera, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-1260282				Spectera, Inc.	MD	NIA	Specialty Benefits, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Spotlite, Inc.	DE	NIA	Rally Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	56-1970224				The Lewin Group, Inc.	NC	NIA	Optum Public Sector Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Per-centage	Ultimate Controlling Entity(ies)/Person(s)	*
.0707	UnitedHealth Group Incorporated	.00000	25-1825549				Three Rivers Holdings, Inc.	..DE	..NIA	AmeriChoice Corporation	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	52-1431155				Travel Express Incorporated	..MD	..NIA	FrontierMEDEX, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	94-3077084				U.S. Behavioral Health Plan, California	..CA	..IA	United Behavioral Health	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	41-1913059				UHC International Services, Inc.	..DE	..NIA	UnitedHealth Group Incorporated	Ownership.....	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.00000	95-2931460				UHC of California	..CA	..IA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000								Polar II Fundo de Investimento em Participações	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	41-1921008				UHG Brasil Participações S.A.	..BRA	..NIA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	14-1892398				UHIC Holdings, Inc.	..DE	..NIA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.00000	39-1995276				Ultima Rx, LLC	..FL	..NIA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	52-1996029				UMR, Inc.	..DE	..NIA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.91529					Unimerica Insurance Company	..WI	..IA	OptumHealth Holdings, LLC	Ownership.....	100.000	UnitedHealth Group Incorporated	
							Unimerica Life Insurance Company of New York	..NY	..IA	UnitedHealthcare Insurance Company	Ownership.....	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.11596	01-0637149				Unison Administrative Services, LLC	..PA	..NIA	Three Rivers Holdings, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	25-1877716				Unison Health Plan of Delaware, Inc.	..DE	..IA	Three Rivers Holdings, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	20-5917714				Unison Health Plan of the Capital Area, Inc.	..DC	..IA	Three Rivers Holdings, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.13032	26-0651931				United Behavioral Health	..CA	..NIA	OptumHealth Holdings, LLC	Ownership.....	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.00000	94-2649097				United Behavioral Health of New York, I.P.A., Inc.	..NY	..NIA	United Behavioral Health	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	41-1868911				United Health Foundation	..MN	..NIA	UnitedHealth Group Incorporated	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	41-1941615				United HealthCare Services, Inc.	..MN	..UIP	UnitedHealth Group Incorporated	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	41-1289245	3410132			United Resource Networks IPA of New York, Inc.	..NY	..NIA	OptumHealth Care Solutions, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.00000	30-0318238				UnitedHealth Advisors, LLC	..ME	..NIA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	01-0538317				UnitedHealth Group Global Healthcare Services Limited	..JRL	..NIA	Optum Global Solutions International B.V.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	98-1097761				UnitedHealth Group Global Services, Inc.	..PHL	..NIA	Optum Global Solutions International B.V.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	98-1097776			New York Stock Exchange	UnitedHealth Group Incorporated	..MN	..UIP			0.000		
.0707	UnitedHealth Group Incorporated	.00000	41-1321939		0000731766		UnitedHealth Group Information Services Private Limited	..JND	..NIA	Optum Global Solutions International B.V.	Ownership.....	99.370	UnitedHealth Group Incorporated	
		.00000	98-1093259				UnitedHealth Group Information Services Private Limited	..JND	..NIA	UnitedHealth International, Inc.	Ownership.....	0.630	UnitedHealth Group Incorporated	
		.00000	98-1079826				UnitedHealth Group International GP	..CYM	..NIA	UnitedHealth Group Incorporated	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	98-1080118				UnitedHealth Group International L.P.	..CYM	..NIA	UnitedHealth Group Incorporated	Ownership.....	84.868	UnitedHealth Group Incorporated	10
.0707	UnitedHealth Group Incorporated	.00000	98-1080118				UnitedHealth Group International L.P.	..CYM	..NIA	FMG Holdings, LLC	Ownership.....	14.929	UnitedHealth Group Incorporated	10
		.00000	98-1080118				UnitedHealth Group International L.P.	..CYM	..NIA	Hygeia Corporation	Ownership.....	0.203	UnitedHealth Group Incorporated	10
		.00000	46-3311984				UnitedHealth Group Ventures, LLC	..DE	..NIA	UnitedHealth Group Incorporated	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	41-1917398				UnitedHealth International, Inc.	..DE	..NIA	UnitedHealth Group Incorporated	Ownership.....	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.00000	26-2574977				UnitedHealth Military & Veterans Services, LLC	..DE	..NIA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	98-0559902				UnitedHealth UK Limited	..GBR	..NIA	Optum UK Solutions Group Limited	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.95174	33-0115163				UnitedHealthcare Benefits of Texas, Inc.	..TX	..IA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.00000	47-3221444				UnitedHealthcare Benefits Plan of California	..CA	..IA	United HealthCare Services, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.00000	46-4348775				UnitedHealthcare Community Plan of California, Inc.	..CA	..NIA	AmeriChoice Corporation	Ownership.....	100.000	UnitedHealth Group Incorporated	
		.12323	56-2451429				UnitedHealthcare Community Plan of Ohio, Inc.	..OH	..IA	Three Rivers Holdings, Inc.	Ownership.....	100.000	UnitedHealth Group Incorporated	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Perce-ntage	Ultimate Controlling Entity(ies)/Person(s)	*
...0707 ...	UnitedHealth Group Incorporated	...11141	91-2008361				UnitedHealthcare Community Plan of Texas, L.L.C.	...TX...	...IA...	Ovations, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95467	38-3204052				UnitedHealthcare Community Plan, Inc.	...MI...	...IA...	AmeriChoice Corporation	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000					UnitedHealthcare Consulting & Assistance Service (Beijing) Co., Ltd.	...CHN...	...NIA...	UnitedHealthcare International I B.V.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	98-1199879				UnitedHealthcare Europe S.á.r.l.	...LUX...	...NIA...	UnitedHealthcare International IV S.á.r.l.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	98-1099116				UnitedHealthcare India Private Limited	...JND...	...NIA...	UnitedHealthcare International II B.V.	Ownership...	...99.994 ...	UnitedHealth Group Incorporated	
		...00000	98-1099116				UnitedHealthcare India Private Limited	...JND...	...NIA...	UnitedHealth International, Inc.	Ownership...	...0.007 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...79413	36-2739571				UnitedHealthcare Insurance Company	...CT...	...IA...	UHC Holdings, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...60318	36-3800349				UnitedHealthcare Insurance Company of Illinois	...IL...	...IA...	UnitedHealthcare Insurance Company	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...60093	11-3283886				UnitedHealthcare Insurance Company of New York	...NY...	...IA...	UnitedHealthcare Insurance Company	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...12231	20-1902768				UnitedHealthcare Insurance Company of the River Valley	...IL...	...IA...	UnitedHealthcare Services Company of the River Valley, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	86-0618309				UnitedHealthcare Integrated Services, Inc.	...AZ...	...IA...	Ovations, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	41-1988797				UnitedHealthcare International Asia, LLC	...DE...	...NIA...	UnitedHealth Group Incorporated	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	98-1100512				UnitedHealthcare International I B.V.	...NLD...	...NIA...	UnitedHealth Group International L.P.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	98-1079595				UnitedHealthcare International I S.á.r.l.	...LUX...	...NIA...	UnitedHealth Group International L.P.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	98-1100980				UnitedHealthcare International II B.V.	...NLD...	...NIA...	UnitedHealthcare International I B.V.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	98-1079459				UnitedHealthcare International II S.á.r.l.	...LUX...	...NIA...	UnitedHealthcare International I S.á.r.l.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	98-1077436				UnitedHealthcare International III S.á.r.l.	...LUX...	...NIA...	UnitedHealthcare International II S.á.r.l.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
		...00000	98-1080926				UnitedHealthcare International IV S.á.r.l.	...LUX...	...NIA...	UnitedHealthcare International II S.á.r.l.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...97179	86-0207231				UnitedHealthcare International V S.á.r.l.	...LUX...	...NIA...	UnitedHealth Group International L.P.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95784	63-0899562				UnitedHealthcare Life Insurance Company	...WI...	...IA...	Golden Rule Financial Corporation	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...96016	86-0507074				UnitedHealthcare of Alabama, Inc.	...AL...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95446	63-1036819				UnitedHealthcare of Arizona, Inc.	...AZ...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95090	84-1004639				UnitedHealthcare of Arkansas, Inc.	...AR...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95090	84-1004639				UnitedHealthcare of Colorado, Inc.	...CO...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95264	59-1293865				UnitedHealthcare of Florida, Inc.	...FL...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95850	58-1653544				UnitedHealthcare of Georgia, Inc.	...GA...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95776	36-3280214				UnitedHealthcare of Illinois, Inc.	...IL...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...96844	62-1240316				UnitedHealthcare of Kentucky, Ltd.	...KY...	...IA...	United HealthCare Services, Inc.	Ownership...	...94.180 ...	UnitedHealth Group Incorporated	...11
...0707 ...	UnitedHealth Group Incorporated	...96844	62-1240316				UnitedHealthcare of Kentucky, Ltd.	...KY...	...IA...	UnitedHealthcare, Inc.	Ownership...	...5.820 ...	UnitedHealth Group Incorporated	...11
...0707 ...	UnitedHealth Group Incorporated	...95833	72-1074008				UnitedHealthcare of Louisiana, Inc.	...LA...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95716	63-1036817				UnitedHealthcare of Mississippi, Inc.	...MS...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95149	05-0413469				UnitedHealthcare of New England, Inc.	...RI...	...IA...	United HealthCare Services, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...13214	26-2697886				UnitedHealthcare of New Mexico, Inc.	...NM...	...IA...	UnitedHealthcare Insurance Company	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95085	06-1172891				UnitedHealthcare of New York, Inc.	...NY...	...IA...	AmeriChoice Corporation	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95103	56-1461010				UnitedHealthcare of North Carolina, Inc.	...NC...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95186	31-1142815				UnitedHealthcare of Ohio, Inc.	...OH...	...IA...	United HealthCare Services, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...96903	33-0115166				UnitedHealthcare of Oklahoma, Inc.	...OK...	...IA...	United HealthCare Services, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95893	93-0938819				UnitedHealthcare of Oregon, Inc.	...OR...	...IA...	United HealthCare Services, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95220	25-1756858				UnitedHealthcare of Pennsylvania, Inc.	...PA...	...IA...	Three Rivers Holdings, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...95765	95-3939697				UnitedHealthcare of Texas, Inc.	...TX...	...IA...	UnitedHealthcare, Inc.	Ownership...	...100.000 ...	UnitedHealth Group Incorporated	



STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

SCHEDULE Y  
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM


1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Per-centage	Ultimate Controlling Entity(ies)/Person(s)	*
...0707 ...	UnitedHealth Group Incorporated .....	...95025 .....	52-1130183 .....	.....	.....	.....	UnitedHealthcare of the Mid-Atlantic, Inc. ....	...MD.....	...IA.....	UnitedHealthcare, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
...0707 ...	UnitedHealth Group Incorporated .....	...95591 .....	47-0676824 .....	.....	.....	.....	UnitedHealthcare of the Midlands, Inc. ....	...NE.....	...IA.....	UnitedHealthcare, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
...0707 ...	UnitedHealth Group Incorporated .....	...96385 .....	43-1361841 .....	.....	.....	.....	UnitedHealthcare of the Midwest, Inc. ....	...MO.....	...IA.....	UnitedHealthcare, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
...0707 ...	UnitedHealth Group Incorporated .....	...95501 .....	41-1488563 .....	.....	.....	.....	UnitedHealthcare of Utah, Inc. ....	...UT.....	...IA.....	UnitedHealthcare, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
...0707 ...	UnitedHealth Group Incorporated .....	...48038 .....	91-1312551 .....	.....	.....	.....	UnitedHealthcare of Washington, Inc. ....	...WA.....	...IA.....	United HealthCare Services, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
...0707 ...	UnitedHealth Group Incorporated .....	...95710 .....	39-1555888 .....	.....	.....	.....	UnitedHealthcare of Wisconsin, Inc. ....	...WI.....	...IA.....	UnitedHealthcare, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
...0707 ...	UnitedHealth Group Incorporated .....	...95378 .....	36-3379945 .....	.....	.....	.....	UnitedHealthcare Plan of the River Valley, Inc. ....	...IL.....	...IA.....	UnitedHealthcare Services Company of the River Valley, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	47-0854646 .....	.....	.....	.....	UnitedHealthcare Service LLC .....	...DE.....	...NIA.....	UnitedHealthcare Insurance Company .....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	36-3355110 .....	.....	.....	.....	UnitedHealthcare Services Company of the River Valley, Inc. ....	...DE.....	...NIA.....	UnitedHealthcare, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	01-0518346 .....	.....	.....	.....	UnitedHealthcare Specialty Benefits, LLC .....	...ME.....	...NIA.....	Specialty Benefits, LLC .....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	41-1922511 .....	.....	.....	.....	UnitedHealthcare, Inc. ....	...DE.....	...NIA.....	United HealthCare Services, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	37-0920164 .....	.....	.....	.....	UnitedHealthOne Agency, Inc. ....	...IN.....	...NIA.....	Golden Rule Financial Corporation .....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	87-0757396 .....	.....	.....	.....	Valley Physicians Network, Inc. ....	...CA.....	...NIA.....	PrimeCare Medical Network, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	74-2797745 .....	.....	.....	.....	WellMed Medical Management of Florida, Inc. ....	...FL.....	...NIA.....	WellMed Medical Management, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	74-2786364 .....	.....	.....	.....	WellMed Medical Management, Inc. ....	...TX.....	...NIA.....	Collaborative Care Holdings, LLC .....	Ownership.....	...80.000 ....	UnitedHealth Group Incorporated .....	...1 .....
.....	.....	...00000 .....	45-0636596 .....	.....	.....	.....	WESTMED Practice Partners LLC .....	...DE.....	...NIA.....	Collaborative Care Holdings, LLC .....	Ownership.....	...86.150 ....	UnitedHealth Group Incorporated .....	...1 .....
.....	.....	...00000 .....	52-2102846 .....	.....	.....	.....	XLHealth Corporation .....	...MD.....	...UDP.....	United HealthCare Services, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	98-1107695 .....	.....	.....	.....	XLHealth Corporation India Private Limited .....	.....	.....	.....	.....	.....	.....	.....
.....	.....	...00000 .....	11-3764012 .....	.....	.....	.....	Your Health Options Insurance Services, Inc. ....	...CA.....	...NIA.....	PrimeCare Medical Network, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....
.....	.....	...00000 .....	27-0172594 .....	.....	.....	.....	Your Partner in Health Services, Inc. ....	...IL.....	...NIA.....	North American Medical Management - Illinois, Inc. ....	Ownership.....	...100.000 ....	UnitedHealth Group Incorporated .....	.....

Asterisk	Explanation
1 .....	The remaining percentage is owned by a non-affiliated company(ies). ....
2 .....	The remaining percentage is owned by an officer of the company. ....
3 .....	The remaining percentage is owned by former controlling shareholders of the company. ....
4 .....	The remaining percentage owned by 28 individual partners. ....
5 .....	The remaining 5.08% is owned by Esho – Empresa de Serviços Hospitalares S.A. ....
6 .....	The remaining 34.72% is owned by Amil Assistência Médica Internacional S.A. ....
7 .....	The remaining 0.960118% owned by external shareholders and 0.041294% owned by Treasury Shares. ....
8 .....	The remaining percentage is owned by external shareholder(s). ....
9 .....	The remaining 26% is owned by internal and external investors. ....
10 .....	The limited partners of UnitedHealth Group International, L.P. include FMG Holdings, LLC (14.9292%), Hygeia Corporation (DE) (0.2028%) and UnitedHealth Group Incorporated (84.8680%). UnitedHealth Group International GP is the general partner of UnitedHealth Group International, L.P. ....
11 .....	The general partnership interest of 89.77% is held by United HealthCare Services, Inc. (UHS) and 10.23% is held by UnitedHealthcare, Inc. (UHC). UHS also holds 100% of the limited partnership interests. When combining general and limited partner interests, UHS owns 94.18% and UHC owns 5.83%. ....

STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement? .....	NO
Explanation:	
1. Line of business not written by the company.	
Bar Code:	
1. Medicare Part D Coverage Supplement [Document Identifier 365]	



SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Current year change in encumbrances .....		
4. Total gain (loss) on disposals .....		
5. Deduct amounts received on disposals .....		
6. Total foreign exchange change in book/adjusted carrying value .....		
7. Deduct current year's other than temporary impairment recognized .....		
8. Deduct current year's depreciation .....		
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8) .....		
10. Deduct total nonadmitted amounts .....		
11. Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Capitalized deferred interest and other .....		
4. Accrual of discount .....		
5. Unrealized valuation increase (decrease) .....		
6. Total gain (loss) on disposals .....		
7. Deduct amounts received on disposals .....		
8. Deduct amortization of premium and mortgage interest points and commitment fees .....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....		
10. Deduct current year's other than temporary impairment recognized .....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....		
12. Total valuation allowance .....		
13. Subtotal (Line 11 plus Line 12) .....		
14. Deduct total nonadmitted amounts .....		
15. Statement value at end of current period (Line 13 minus Line 14)		

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Capitalized deferred interest and other .....		
4. Accrual of discount .....		
5. Unrealized valuation increase (decrease) .....		
6. Total gain (loss) on disposals .....		
7. Deduct amounts received on disposals .....		
8. Deduct amortization of premium and depreciation .....		
9. Total foreign exchange change in book/adjusted carrying value .....		
10. Deduct current year's other than temporary impairment recognized .....		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....		
12. Deduct total nonadmitted amounts .....		
13. Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	477,441,521	387,900,811
2. Cost of bonds and stocks acquired .....	17,883,671	444,378,051
3. Accrual of discount .....	72,072	231,267
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	35,996	1,332,604
6. Deduct consideration for bonds and stocks disposed of .....	17,356,049	348,986,982
7. Deduct amortization of premium .....	1,894,217	7,414,230
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	476,182,994	477,441,521
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	476,182,994	477,441,521

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity  
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a) .....	434,378,491	38,013,355	33,435,505	(1,542,189)	437,414,152	0	0	434,378,491
2. NAIC 2 (a) .....	44,980,728	0	0	(279,956)	44,700,772	0	0	44,980,728
3. NAIC 3 (a) .....	0	0	0	0	0	0	0	0
4. NAIC 4 (a) .....	0	0	0	0	0	0	0	0
5. NAIC 5 (a) .....	0	0	0	0	0	0	0	0
6. NAIC 6 (a) .....	0	0	0	0	0	0	0	0
7. Total Bonds	479,359,219	38,013,355	33,435,505	(1,822,145)	482,114,924	0	0	479,359,219
PREFERRED STOCK								
8. NAIC 1 .....	0	0	0	0	0	0	0	0
9. NAIC 2 .....	0	0	0	0	0	0	0	0
10. NAIC 3 .....	0	0	0	0	0	0	0	0
11. NAIC 4 .....	0	0	0	0	0	0	0	0
12. NAIC 5 .....	0	0	0	0	0	0	0	0
13. NAIC 6 .....	0	0	0	0	0	0	0	0
14. Total Preferred Stock .....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	479,359,219	38,013,355	33,435,505	(1,822,145)	482,114,924	0	0	479,359,219

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ .....0 ; NAIC 2 \$ .....0 ; NAIC 3 \$ .....0 ;  
NAIC 4 \$ .....0 ; NAIC 5 \$ .....0 ; NAIC 6 \$ .....0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	5,931,930	xxx	5,931,930	76	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	1,917,698	135,104,058
2. Cost of short-term investments acquired .....	20,129,684	431,848,678
3. Accrual of discount .....	0	0
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	0	0
6. Deduct consideration received on disposals .....	16,115,452	565,007,048
7. Deduct amortization of premium .....	0	27,990
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	5,931,930	1,917,698
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	5,931,930	1,917,698

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards  
**N O N E**

Schedule DB - Part B - Verification - Futures Contracts  
**N O N E**

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open  
**N O N E**

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open  
**N O N E**

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of  
Derivatives  
**N O N E**

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	0	0
2. Cost of cash equivalents acquired .....	0	6,399,304
3. Accrual of discount .....	0	696
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	0	0
6. Deduct consideration received on disposals .....	0	6,400,000
7. Deduct amortization of premium .....	0	0
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	0	0
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	0	0



Schedule A - Part 2 - Real Estate Acquired and Additions Made  
**N O N E**

Schedule A - Part 3 - Real Estate Disposed  
**N O N E**

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made  
**N O N E**

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid  
**N O N E**

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired and Additions Made  
**N O N E**

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid  
**N O N E**

STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
912828-G3-8	US Treasury Note 2.250% 11/15/24		.01/21/2015	Nomura Securities		2,074,617	2,000,000	8,453	1
912828-H9-4	US Treasury Note 1.000% 02/15/18		.03/10/2015	Harris Nesbitt Corp		3,391,379	3,400,000	2,254	1
912828-J2-7	US Treasury Bond 2.000% 02/15/25		.03/10/2015	JP Morgan Chase		3,849,133	3,900,000	5,171	1
912828-J4-3	US Treasury Note 1.750% 02/28/22		.03/10/2015	Merrill Lynch		2,269,552	2,300,000	1,203	1
0599999. Subtotal - Bonds - U.S. Governments						11,584,681	11,600,000	17,081	XXX
02006X-AD-9	ALLY AUTO RECEIV ALLYL 2015-SN1 A3 ABS 1.210% 03/20/17		.03/25/2015	CitiGroup		1,799,846	1,800,000	0	1FE
58933Y-AS-4	MERCK & CO INC Corp Note MW 10BP 1.850% 02/10/20		.02/05/2015	JP Morgan Chase		4,499,144	4,500,000	0	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						6,298,990	6,300,000	0	XXX
8399997. Total - Bonds - Part 3						17,883,671	17,900,000	17,081	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						17,883,671	17,900,000	17,081	XXX
8999997. Total - Preferred Stocks - Part 3						0	XXX	0	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	XXX
9799997. Total - Common Stocks - Part 3						0	XXX	0	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						17,883,671	XXX	17,081	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues .....0

STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
912828-PS-3	US Treasury Note 2.000% 01/31/16		02/09/2015	Barclays Group Inc.		1,626,807	1,600,000	1,686,188	1,627,569	0	(2,776)	0	(2,776)	0	1,624,793	0	2,014	2,014	16,884	01/31/2016	1
0599999	Subtotal - Bonds - U.S. Governments					1,626,807	1,600,000	1,686,188	1,627,569	0	(2,776)	0	(2,776)	0	1,624,793	0	2,014	2,014	16,884	XXX	XXX
248866-WB-7	DENTON TX GO Non Call 3.000% 02/15/15		02/15/2015	Maturity		1,730,000	1,730,000	1,796,692	1,735,490	0	(5,490)	0	(5,490)	0	1,730,000	0	0	0	25,950	02/15/2015	1FE
2499999	Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions					1,730,000	1,730,000	1,796,692	1,735,490	0	(5,490)	0	(5,490)	0	1,730,000	0	0	0	25,950	XXX	XXX
3128MC-4R-3	FHLMC Pool G14232 MBS 3.000% 09/01/21		01/01/2015	Paydown		1,708	1,708	1,768	1,760	0	(52)	0	(52)	0	1,708	0	0	0	4	09/01/2021	1
3128MC-4R-3	FHLMC Pool G14232 MBS 3.000% 09/01/21		02/01/2015	Paydown		1,031	1,031	1,067	1,062	0	(31)	0	(31)	0	1,031	0	0	0	5	09/01/2021	1
3128MC-4R-3	FHLMC Pool G14232 MBS 3.000% 09/01/21		03/01/2015	Paydown		944	944	977	973	0	(29)	0	(29)	0	944	0	0	0	7	09/01/2021	1
3128MD-PM-9	FHLMC Pool G14728 MBS 3.500% 11/01/21		01/01/2015	Paydown		4,808	4,808	5,047	5,018	0	(210)	0	(210)	0	4,808	0	0	0	14	11/01/2021	1
3128MD-PM-9	FHLMC Pool G14728 MBS 3.500% 11/01/21		02/01/2015	Paydown		6,626	6,626	6,955	6,915	0	(289)	0	(289)	0	6,626	0	0	0	39	11/01/2021	1
3128MD-PM-9	FHLMC Pool G14728 MBS 3.500% 11/01/21		03/01/2015	Paydown		4,687	4,687	4,920	4,892	0	(205)	0	(205)	0	4,687	0	0	0	41	11/01/2021	1
3128PS-NQ-6	FHLMC Pool J13099 MBS 3.500% 09/01/20		01/01/2015	Paydown		138	138	144	143	0	(6)	0	(6)	0	138	0	0	0	0	09/01/2020	1
3128PS-NQ-6	FHLMC Pool J13099 MBS 3.500% 09/01/20		02/01/2015	Paydown		439	439	461	458	0	(19)	0	(19)	0	439	0	0	0	3	09/01/2020	1
3128PS-NQ-6	FHLMC Pool J13099 MBS 3.500% 09/01/20		03/01/2015	Paydown		132	132	138	137	0	(6)	0	(6)	0	132	0	0	0	1	09/01/2020	1
3128PS-YZ-4	FHLMC Pool J13428 MBS 3.500% 11/01/20		01/01/2015	Paydown		410	410	431	428	0	(17)	0	(17)	0	410	0	0	0	1	11/01/2020	1
3128PS-YZ-4	FHLMC Pool J13428 MBS 3.500% 11/01/20		02/01/2015	Paydown		1,005	1,005	1,055	1,048	0	(43)	0	(43)	0	1,005	0	0	0	6	11/01/2020	1
3128PS-YZ-4	FHLMC Pool J13428 MBS 3.500% 11/01/20		03/01/2015	Paydown		382	382	401	398	0	(16)	0	(16)	0	382	0	0	0	3	11/01/2020	1
3128PT-DU-6	FHLMC Pool J13715 MBS 3.500% 12/01/20		01/01/2015	Paydown		238	238	250	248	0	(10)	0	(10)	0	238	0	0	0	1	12/01/2020	1
3128PT-DU-6	FHLMC Pool J13715 MBS 3.500% 12/01/20		02/01/2015	Paydown		291	291	305	303	0	(12)	0	(12)	0	291	0	0	0	2	12/01/2020	1
3128PT-DU-6	FHLMC Pool J13715 MBS 3.500% 12/01/20		03/01/2015	Paydown		235	235	247	245	0	(10)	0	(10)	0	235	0	0	0	2	12/01/2020	1
3128PW-7B-8	FHLMC Pool J17190 MBS 3.500% 10/01/21		01/01/2015	Paydown		157	157	164	163	0	(7)	0	(7)	0	157	0	0	0	0	10/01/2021	1
3128PW-7B-8	FHLMC Pool J17190 MBS 3.500% 10/01/21		02/01/2015	Paydown		143	143	150	149	0	(6)	0	(6)	0	143	0	0	0	1	10/01/2021	1
3128PW-7B-8	FHLMC Pool J17190 MBS 3.500% 10/01/21		03/01/2015	Paydown		125	125	131	130	0	(5)	0	(5)	0	125	0	0	0	1	10/01/2021	1
3128PX-LU-8	FHLMC Pool J17539 MBS 3.000% 12/01/21		01/01/2015	Paydown		414	414	429	427	0	(13)	0	(13)	0	414	0	0	0	1	12/01/2021	1
3128PX-LU-8	FHLMC Pool J17539 MBS 3.000% 12/01/21		02/01/2015	Paydown		448	448	464	462	0	(14)	0	(14)	0	448	0	0	0	2	12/01/2021	1
3128PX-LU-8	FHLMC Pool J17539 MBS 3.000% 12/01/21		03/01/2015	Paydown		335	335	347	345	0	(10)	0	(10)	0	335	0	0	0	3	12/01/2021	1
31307C-QC-5	FHLMC Pool J24051 MBS 3.000% 06/01/23		01/01/2015	Paydown		1,066	1,066	1,103	1,099	0	(33)	0	(33)	0	1,066	0	0	0	3	06/01/2023	1
31307C-QC-5	FHLMC Pool J24051 MBS 3.000% 06/01/23		02/01/2015	Paydown		1,439	1,439	1,490	1,484	0	(45)	0	(45)	0	1,439	0	0	0	7	06/01/2023	1
31307C-QC-5	FHLMC Pool J24051 MBS 3.000% 06/01/23		03/01/2015	Paydown		453	453	469	468	0	(14)	0	(14)	0	453	0	0	0	3	06/01/2023	1
313784-UY-0	FHLMC FHR 4248 LM CMO 6.500% 05/15/41		01/01/2015	Paydown		39,683	39,683	45,090	44,712	0	(5,029)	0	(5,029)	0	39,683	0	0	0	215	05/15/2041	1
313784-UY-0	FHLMC FHR 4248 LM CMO 6.500% 05/15/41		02/01/2015	Paydown		36,113	36,113	41,033	40,689	0	(4,576)	0	(4,576)	0	36,113	0	0	0	391	05/15/2041	1
313784-UY-0	FHLMC FHR 4248 LM CMO 6.500% 05/15/41		03/01/2015	Paydown		32,228	32,228	36,619	36,312	0	(4,084)	0	(4,084)	0	32,228	0	0	0	524	05/15/2041	1
3138A3-KC-0	FNMA Pool AH2090 MBS 3.500% 12/01/20		01/01/2015	Paydown		857	857	901	895	0	(37)	0	(37)	0	857	0	0	0	3	12/01/2020	1
3138A3-KC-0	FNMA Pool AH2090 MBS 3.500% 12/01/20		02/01/2015	Paydown		3,348	3,348	3,521	3,494	0	(146)	0	(146)	0	3,348	0	0	0	20	12/01/2020	1
3138A3-KC-0	FNMA Pool AH2090 MBS 3.500% 12/01/20		03/01/2015	Paydown		811	811	853	846	0	(35)	0	(35)	0	811	0	0	0	7	12/01/2020	1
3138AA-6C-0	FNMA Pool AH8966 MBS 3.500% 03/01/21		01/01/2015	Paydown		372	372	391	388	0	(16)	0	(16)	0	372	0	0	0	1	03/01/2021	1
3138AA-6C-0	FNMA Pool AH8966 MBS 3.500% 03/01/21		02/01/2015	Paydown		365	365	384	381	0	(16)	0	(16)	0	365	0	0	0	2	03/01/2021	1
3138AA-6C-0	FNMA Pool AH8966 MBS 3.500% 03/01/21		03/01/2015	Paydown		384	384	404	401	0	(17)	0	(17)	0	384	0	0	0	3	03/01/2021	1
3138AL-WT-0	FNMA Pool A16957 MBS 3.500% 07/01/20		01/01/2015	Paydown		211	211	222	220	0	(9)	0	(9)	0	211	0	0	0	1	07/01/2020	1
3138AL-WT-0	FNMA Pool A16957 MBS 3.500% 07/01/20		02/01/2015	Paydown		440	440	463	459	0	(19)	0	(19)	0	440	0	0	0	3	07/01/2020	1
3138AL-WT-0	FNMA Pool A16957 MBS 3.500% 07/01/20		03/01/2015	Paydown		211	211	222	220	0	(9)	0	(9)	0	211	0	0	0	2	07/01/2020	1
3138E7-CL-6	FNMA Pool AK2774 MBS 3.500% 02/01/22		01/01/2015	Paydown		306	306	322	320	0	(14)	0	(14)	0	306	0	0	0	1	02/01/2022	1
3138E7-CL-6	FNMA Pool AK2774 MBS 3.500% 02/01/22		02/01/2015	Paydown		184	184	193	192	0	(8)	0	(8)	0	184	0	0	0	1	02/01/2022	1
3138E7-CL-6	FNMA Pool AK2774 MBS 3.500% 02/01/22		03/01/2015	Paydown		1,430	1,430	1,503	1,494	0	(64)	0	(64)	0	1,430	0	0	0	13	02/01/2022	1
3138EK-W3-5	FNMA Pool AL3365 MBS 6.000% 05/01/41		01/01/2015	Paydown		130,575	130,575	144,734	144,354	0	(13										

STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

**SCHEDULE D - PART 4**

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Ident-ification	Description	For-eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn-ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con-tractual Maturity	NAIC Desig-nation or Market In-dicator (a)	
31410K-JY-1	FNMA Pool 889579 MBS 6.000% 05/01/38		03/01/2015	Paydown		116,782	116,782	129,445	129,095	.0	(12,313)	.0	(12,313)	.0	116,782	.0	.0	.0	1,752	05/01/2038	1	
31412N-3T-1	FNMA Pool 930610 MBS 4.500% 02/01/39		01/01/2015	Paydown		24,748	24,748	26,914	26,871	.0	(2,123)	.0	(2,123)	.0	24,748	.0	.0	.0	93	02/01/2039	1	
31412N-3T-1	FNMA Pool 930610 MBS 4.500% 02/01/39		02/01/2015	Paydown		14,270	14,270	15,519	15,495	.0	(1,224)	.0	(1,224)	.0	14,270	.0	.0	.0	107	02/01/2039	1	
31412N-3T-1	FNMA Pool 930610 MBS 4.500% 02/01/39		03/01/2015	Paydown		19,603	19,603	21,319	21,285	.0	(1,682)	.0	(1,682)	.0	19,603	.0	.0	.0	221	02/01/2039	1	
31416X-A5-9	FNMA Pool AB1827 MBS 3.500% 11/01/20		01/01/2015	Paydown		736	736	774	768	.0	(32)	.0	(32)	.0	736	.0	.0	.0	2	11/01/2020	1	
31416X-A5-9	FNMA Pool AB1827 MBS 3.500% 11/01/20		02/01/2015	Paydown		480	480	505	501	.0	(21)	.0	(21)	.0	480	.0	.0	.0	3	11/01/2020	1	
31416X-A5-9	FNMA Pool AB1827 MBS 3.500% 11/01/20		03/01/2015	Paydown		530	530	557	553	.0	(23)	.0	(23)	.0	530	.0	.0	.0	5	11/01/2020	1	
31417Y-3B-1	FNMA Pool MA0793 MBS 3.500% 07/01/21		01/01/2015	Paydown		30,717	30,717	32,301	32,095	.0	(1,377)	.0	(1,377)	.0	30,717	.0	.0	.0	90	07/01/2021	1	
31417Y-3B-1	FNMA Pool MA0793 MBS 3.500% 07/01/21		02/01/2015	Paydown		31,586	31,586	33,215	33,002	.0	(1,416)	.0	(1,416)	.0	31,586	.0	.0	.0	184	07/01/2021	1	
31417Y-3B-1	FNMA Pool MA0793 MBS 3.500% 07/01/21		03/01/2015	Paydown		25,849	25,849	27,182	27,008	.0	(1,159)	.0	(1,159)	.0	25,849	.0	.0	.0	226	07/01/2021	1	
31417Y-NV-5	FNMA Pool MA0403 MBS 3.500% 04/01/20		01/01/2015	Paydown		252	252	264	262	.0	(11)	.0	(11)	.0	252	.0	.0	.0	1	04/01/2020	1	
31417Y-NV-5	FNMA Pool MA0403 MBS 3.500% 04/01/20		02/01/2015	Paydown		289	289	304	301	.0	(12)	.0	(12)	.0	289	.0	.0	.0	2	04/01/2020	1	
31417Y-NV-5	FNMA Pool MA0403 MBS 3.500% 04/01/20		03/01/2015	Paydown		278	278	292	290	.0	(12)	.0	(12)	.0	278	.0	.0	.0	2	04/01/2020	1	
31417Y-R2-5	FNMA Pool MA0504 MBS 3.500% 08/01/20		01/01/2015	Paydown		254	254	267	265	.0	(11)	.0	(11)	.0	254	.0	.0	.0	1	08/01/2020	1	
31417Y-R2-5	FNMA Pool MA0504 MBS 3.500% 08/01/20		02/01/2015	Paydown		241	241	254	252	.0	(11)	.0	(11)	.0	241	.0	.0	.0	1	08/01/2020	1	
31417Y-R2-5	FNMA Pool MA0504 MBS 3.500% 08/01/20		03/01/2015	Paydown		144	144	152	151	.0	(6)	.0	(6)	.0	144	.0	.0	.0	1	08/01/2020	1	
31417Y-TE-7	FNMA Pool MA0548 MBS 3.500% 10/01/20		01/01/2015	Paydown		382	382	401	399	.0	(17)	.0	(17)	.0	382	.0	.0	.0	1	10/01/2020	1	
31417Y-TE-7	FNMA Pool MA0548 MBS 3.500% 10/01/20		02/01/2015	Paydown		411	411	432	429	.0	(18)	.0	(18)	.0	411	.0	.0	.0	2	10/01/2020	1	
31417Y-TE-7	FNMA Pool MA0548 MBS 3.500% 10/01/20		03/01/2015	Paydown		381	381	401	398	.0	(17)	.0	(17)	.0	381	.0	.0	.0	3	10/01/2020	1	
31417Y-UB-1	FNMA Pool MA0577 MBS 3.500% 11/01/20		01/01/2015	Paydown		1,550	1,550	1,630	1,618	.0	(68)	.0	(68)	.0	1,550	.0	.0	.0	5	11/01/2020	1	
31417Y-UB-1	FNMA Pool MA0577 MBS 3.500% 11/01/20		02/01/2015	Paydown		1,300	1,300	1,367	1,358	.0	(57)	.0	(57)	.0	1,300	.0	.0	.0	8	11/01/2020	1	
31417Y-UB-1	FNMA Pool MA0577 MBS 3.500% 11/01/20		03/01/2015	Paydown		1,301	1,301	1,368	1,358	.0	(57)	.0	(57)	.0	1,301	.0	.0	.0	11	11/01/2020	1	
31417Y-VX-2	FNMA Pool MA0629 MBS 3.500% 01/01/21		01/01/2015	Paydown		361	361	380	377	.0	(16)	.0	(16)	.0	361	.0	.0	.0	1	01/01/2021	1	
31417Y-VX-2	FNMA Pool MA0629 MBS 3.500% 01/01/21		02/01/2015	Paydown		339	339	356	354	.0	(15)	.0	(15)	.0	339	.0	.0	.0	2	01/01/2021	1	
31417Y-VX-2	FNMA Pool MA0629 MBS 3.500% 01/01/21		03/01/2015	Paydown		329	329	346	343	.0	(15)	.0	(15)	.0	329	.0	.0	.0	3	01/01/2021	1	
31417Y-W0-6	FNMA Pool MA0654 MBS 3.500% 02/01/21		01/01/2015	Paydown		2,937	2,937	3,089	3,067	.0	(130)	.0	(130)	.0	2,937	.0	.0	.0	9	02/01/2021	1	
31417Y-W0-6	FNMA Pool MA0654 MBS 3.500% 02/01/21		02/01/2015	Paydown		2,606	2,606	2,740	2,721	.0	(115)	.0	(115)	.0	2,606	.0	.0	.0	15	02/01/2021	1	
31417Y-W0-6	FNMA Pool MA0654 MBS 3.500% 02/01/21		03/01/2015	Paydown		2,665	2,665	2,802	2,783	.0	(118)	.0	(118)	.0	2,665	.0	.0	.0	23	02/01/2021	1	
31417Y-X9-3	FNMA Pool MA0703 MBS 3.500% 04/01/21		01/01/2015	Paydown		820	820	863	857	.0	(37)	.0	(37)	.0	820	.0	.0	.0	2	04/01/2021	1	
31417Y-X9-3	FNMA Pool MA0703 MBS 3.500% 04/01/21		02/01/2015	Paydown		812	812	854	848	.0	(36)	.0	(36)	.0	812	.0	.0	.0	5	04/01/2021	1	
31417Y-X9-3	FNMA Pool MA0703 MBS 3.500% 04/01/21		03/01/2015	Paydown		724	724	762	757	.0	(32)	.0	(32)	.0	724	.0	.0	.0	6	04/01/2021	1	
31417Y-ZE-0	FNMA Pool MA0740 MBS 3.500% 05/01/21		01/01/2015	Paydown		1,630	1,630	1,714	1,703	.0	(73)	.0	(73)	.0	1,630	.0	.0	.0	5	05/01/2021	1	
31417Y-ZE-0	FNMA Pool MA0740 MBS 3.500% 05/01/21		02/01/2015	Paydown		1,595	1,595	1,677	1,666	.0	(71)	.0	(71)	.0	1,595	.0	.0	.0	9	05/01/2021	1	
31417Y-ZE-0	FNMA Pool MA0740 MBS 3.500% 05/01/21		03/01/2015	Paydown		1,501	1,501	1,578	1,568	.0	(67)	.0	(67)	.0	1,501	.0	.0	.0	13	05/01/2021	1	
31418A-M5-4	FNMA Pool MA1279 MBS 3.500% 10/01/22		01/01/2015	Paydown		177	177	186	185	.0	(8)	.0	(8)	.0	177	.0	.0	.0	1	10/01/2022	1	
31418A-M5-4	FNMA Pool MA1279 MBS 3.500% 10/01/22		02/01/2015	Paydown		178	178	187	186	.0	(8)	.0	(8)	.0	178	.0	.0	.0	1	10/01/2022	1	
31418A-M5-4	FNMA Pool MA1279 MBS 3.500% 10/01/22		03/01/2015	Paydown		178	178	187	186	.0	(8)	.0	(8)	.0	178	.0	.0	.0	2	10/01/2022	1	
31418V-YN-6	FNMA Pool AD7916 MBS 4.500% 07/01/40		01/01/2015	Paydown		22,598	22,598	24,540	24,511	.0	(1,913)	.0	(1,913)	.0	22,598	.0	.0	.0	85	07/01/2040	1	
31418V-YN-6	FNMA Pool AD7916 MBS 4.500% 07/01/40		02/01/2015	Paydown		56,178	56,178	61,006	60,935	.0	(4,757)	.0	(4,757)	.0	56,178	.0	.0	.0	421	07/01/2040	1	
31418V-YN-6	FNMA Pool AD7916 MBS 4.500% 07/01/40		02/12/2015	Northern Trust		9,594,951	8,801,445	9,557,819	9,546,648	.0	10,533	.0	10,533	.0	9,557,181	.0	37,770	37,770	78,113	07/01/2040	1	
31419C-HK-2	FNMA Pool AE2033 MBS 3.500% 09/01/20		01/01/2015	Paydown		2,099	2,099	2,207	2,190	.0	(91)	.0	(91)	.0	2,099	.0	.0	.0	6	09/01/2020	1	
31419C-HK-2	FNMA Pool AE2033 MBS 3.500% 09/01/20		02/01/2015	Paydown		1,768	1,768	1,860	1,846	.0	(77)	.0	(77)	.0	1,768	.0	.0	.0	10	09/01/2020	1	
31419C-HK-2	FNMA Pool AE2033 MBS 3.500% 09/01/20		03/01/2015	Paydown		2,624	2,624	2,759	2,738	.0	(114)	.0	(114)	.0	2,624	.0	.0	.0	23	09/01/2020	1	
5946SH-PK-6	MICHIGAN ST HOSP Rev Bond Non Call 0.900% 11/15/33		03/16/2015	Redemption	100.0000		1,095,000	1,095,000	1,099,062	1,098,826	.0	(38)	.0	(38)	.0	1,098,788	.0	(3,788)	(3,788)	3,312	11/15/2033	1FE
5946SH-PK-6	MICHIGAN ST HOSP Rev Bond Non Call 0.900% 11/15/33		03/19/2015	Call	100.0000		15,000	15,000	15,056	15,052	.0	(52)	.0	(52)	.0	15,000	.0	.0	.0	47	11/15/2033	1FE
762315-NR-6	RHODE ISLAND ST Rev Bond Non Call 0.872% 10/02/28		01/02/2015	Paydown		29,509	29,509	29,509	29,509	.0	.0	.0	.0	.0	29,509	.0	.0	.0	22	10/02/2028	1FE	
762315-NR-6	RHODE ISLAND ST Rev Bond Non Call 0.872% 10/02/28		02/02/2015	Paydown		47,586	47,586	47,586	47,586	.0	.0	.0	.0	.0	47,586	.0	.0	.0	72	10/02/2028	1FE	
762315-NR-6	RHODE ISLAND ST Rev Bond Non Call 0.872% 10/02/28		03/02/2015	Paydown		44,307	44,307	44,307	44,307													

STATEMENT AS OF MARCH 31, 2015 OF THE   Care Improvement Plus South Central Insurance Company

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
07388L-AE-0	Bear Stearns BSCMS 2006-PW13 A4 CMBS 5.540% 09/11/41		02/01/2015	Paydown		22,120	22,120	24,166	22,995	.0	(875)	.0	(875)	.0	22,120	.0	.0	.0	225	09/11/2041	1FM
07388L-AE-0	Bear Stearns BSCMS 2006-PW13 A4 CMBS 5.540% 09/11/41		03/01/2015	Paydown		13,907	13,907	15,194	14,457	.0	(550)	.0	(550)	.0	13,907	.0	.0	.0	205	09/11/2041	1FM
17309D-AE-3	CITIGROUP COMM CGCMT 2006-C4 A1A CMBS 5.768% 03/15/49		01/01/2015	Paydown		4,254	4,254	4,670	4,385	.0	(131)	.0	(131)	.0	4,254	.0	.0	.0	20	03/15/2049	1FM
17309D-AE-3	CITIGROUP COMM CGCMT 2006-C4 A1A CMBS 5.768% 03/15/49		02/01/2015	Paydown		5,397	5,397	5,924	5,563	.0	(166)	.0	(166)	.0	5,397	.0	.0	.0	52	03/15/2049	1FM
17309D-AE-3	CITIGROUP COMM CGCMT 2006-C4 A1A CMBS 5.768% 03/15/49		03/01/2015	Paydown		6,240	6,240	6,850	6,432	.0	(192)	.0	(192)	.0	6,240	.0	.0	.0	90	03/15/2049	1FM
22545M-AD-9	Credit Suisse Mtg CSMC 2006-C4 A3 CMBS 5.467% 09/15/39		01/01/2015	Paydown		5,870	5,870	6,414	6,116	.0	(246)	.0	(246)	.0	5,870	.0	.0	.0	27	09/15/2039	1FM
22545M-AD-9	Credit Suisse Mtg CSMC 2006-C4 A3 CMBS 5.467% 09/15/39		02/01/2015	Paydown		3,980	3,980	4,349	4,147	.0	(167)	.0	(167)	.0	3,980	.0	.0	.0	36	09/15/2039	1FM
22545M-AD-9	Credit Suisse Mtg CSMC 2006-C4 A3 CMBS 5.467% 09/15/39		03/01/2015	Paydown		10,614	10,614	11,598	11,060	.0	(445)	.0	(445)	.0	10,614	.0	.0	.0	145	09/15/2039	1FM
22545Y-AE-1	CREDIT SUISSE MO CSMC 2007-C2 A1A CMBS 5.526% 01/15/49		01/01/2015	Paydown		3,802	3,802	4,104	3,946	.0	(144)	.0	(144)	.0	3,802	.0	.0	.0	18	01/15/2049	1FM
22545Y-AE-1	CREDIT SUISSE MO CSMC 2007-C2 A1A CMBS 5.526% 01/15/49		02/01/2015	Paydown		10,358	10,358	11,183	10,751	.0	(393)	.0	(393)	.0	10,358	.0	.0	.0	96	01/15/2049	1FM
22545Y-AE-1	CREDIT SUISSE MO CSMC 2007-C2 A1A CMBS 5.526% 01/15/49		03/01/2015	Paydown		11,674	11,674	12,603	12,117	.0	(443)	.0	(443)	.0	11,674	.0	.0	.0	161	01/15/2049	1FM
281381-AA-1	EDUCATIONAL SERV EDUSA 2014-3 A ABS Prv Plc 0.774% 02/25/36		01/26/2015	Paydown		73,593	73,593	72,872	72,906	.0	687	.0	687	.0	73,593	.0	.0	.0	49	02/25/2036	1FE
281381-AA-1	EDUCATIONAL SERV EDUSA 2014-3 A ABS Prv Plc 0.774% 02/25/36		02/25/2015	Paydown		66,473	66,473	65,822	65,853	.0	620	.0	620	.0	66,473	.0	.0	.0	87	02/25/2036	1FE
281381-AA-1	EDUCATIONAL SERV EDUSA 2014-3 A ABS Prv Plc 0.774% 02/25/36		03/25/2015	Paydown		86,759	86,759	85,909	85,950	.0	809	.0	809	.0	86,759	.0	.0	.0	165	02/25/2036	1FE
50180C-AE-0	LB-UBS COMMERCIA LBUBS 2006-C7 A1A CMBS 5.335% 11/15/38		01/11/2015	Paydown		2,198	2,198	2,410	2,286	.0	(88)	.0	(88)	.0	2,198	.0	.0	.0	10	11/15/2038	1FM
50180C-AE-0	LB-UBS COMMERCIA LBUBS 2006-C7 A1A CMBS 5.335% 11/15/38		02/11/2015	Paydown		31,621	31,621	34,684	32,888	.0	(1,268)	.0	(1,268)	.0	31,621	.0	.0	.0	281	11/15/2038	1FM
50180C-AE-0	LB-UBS COMMERCIA LBUBS 2006-C7 A1A CMBS 5.335% 11/15/38		03/15/2015	Paydown		23,847	23,847	26,157	24,803	.0	(956)	.0	(956)	.0	23,847	.0	.0	.0	318	11/15/2038	1FM
61205P-AK-5	MONTANA HIGHER E MHESA 2012-1 A2 ABS 1.176% 05/20/30		01/20/2015	Paydown		4,965	4,965	5,004	4,999	.0	(34)	.0	(34)	.0	4,965	.0	.0	.0	5	05/20/2030	1FE
61205P-AK-5	MONTANA HIGHER E MHESA 2012-1 A2 ABS 1.176% 05/20/30		02/20/2015	Paydown		14,835	14,835	14,953	14,938	.0	(102)	.0	(102)	.0	14,835	.0	.0	.0	29	05/20/2030	1FE
61205P-AK-5	MONTANA HIGHER E MHESA 2012-1 A2 ABS 1.176% 05/20/30		03/20/2015	Paydown		11,194	11,194	11,283	11,271	.0	(77)	.0	(77)	.0	11,194	.0	.0	.0	32	05/20/2030	1FE
61751X-AB-6	Morgan Stanley MSC 2007-T25 A1A CMBS 5.509% 11/12/49		01/01/2015	Paydown		2,133	2,133	2,370	2,229	.0	(96)	.0	(96)	.0	2,133	.0	.0	.0	10	11/12/2049	1FM
61751X-AB-6	Morgan Stanley MSC 2007-T25 A1A CMBS 5.509% 11/12/49		02/01/2015	Paydown		2,144	2,144	2,382	2,240	.0	(97)	.0	(97)	.0	2,144	.0	.0	.0	20	11/12/2049	1FM
61751X-AB-6	Morgan Stanley MSC 2007-T25 A1A CMBS 5.509% 11/12/49		03/01/2015	Paydown		2,777	2,777	3,086	2,902	.0	(125)	.0	(125)	.0	2,777	.0	.0	.0	38	11/12/2049	1FM
64033K-AA-0	NELNET STUDENT L NSLT 2014-3A A ABS Prv Plc 0.754% 06/25/41		01/26/2015	Paydown		23,364	23,364	23,364	23,364	.0	.0	.0	.0	.0	23,364	.0	.0	.0	15	06/25/2041	1FE
64033K-AA-0	NELNET STUDENT L NSLT 2014-3A A ABS Prv Plc 0.754% 06/25/41		02/25/2015	Paydown		23,858	23,858	23,858	23,858	.0	.0	.0	.0	.0	23,858	.0	.0	.0	30	06/25/2041	1FE
64033K-AA-0	NELNET STUDENT L NSLT 2014-3A A ABS Prv Plc 0.754% 06/25/41		03/25/2015	Paydown		29,492	29,492	29,492	29,492	.0	.0	.0	.0	.0	29,492	.0	.0	.0	55	06/25/2041	1FE
69339Q-AA-7	PENNSYLVANIA HIG PHEAA 2014-2A A ABS Prv Plc 0.744% 02/25/43		01/26/2015	Paydown		81,916	81,916	81,916	81,916	.0	.0	.0	.0	.0	81,916	.0	.0	.0	52	02/25/2043	1FE
69339Q-AA-7	PENNSYLVANIA HIG PHEAA 2014-2A A ABS Prv Plc 0.744% 02/25/43		02/25/2015	Paydown		68,065	68,065	68,065	68,065	.0	.0	.0	.0	.0	68,065	.0	.0	.0	85	02/25/2043	1FE
69339Q-AA-7	PENNSYLVANIA HIG PHEAA 2014-2A A ABS Prv Plc 0.744% 02/25/43		03/25/2015	Paydown		72,893	72,893	72,893	72,893	.0	.0	.0	.0	.0	72,893	.0	.0	.0	133	02/25/2043	1FE

STATEMENT AS OF MARCH 31, 2015 OF THE Care Improvement Plus South Central Insurance Company

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
78442G-KE-5	SLM STUDENT LOAN SLMA 2003-12 A5 ABS Prv Plc		03/16/2015	Paydown		135,233	135,232	135,148	135,180	0	52	0	52	0	135,232	0	0	0	178	09/15/2022	1FE
00306L-AA-2	Aberdeen Ln Fnd ABERD 2008-1A A QLO Prv Plc	F	02/02/2015	Paydown		83,846	83,846	82,337	82,669	0	1,177	0	1,177	0	83,846	0	0	0	187	11/01/2018	1FE
93677P-AB-7	Wasatch LTC WASAT 2006-1A A1B QLO Prv Plc	F	02/17/2015	Paydown		80,470	80,470	76,044	76,259	0	4,211	0	4,211	0	80,470	0	0	0	100	11/14/2022	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						1,061,267	1,061,266	1,072,306	1,061,942	0	(676)	0	(676)	0	1,061,266	0	0	0	3,176	XXX	XXX
8399997. Total - Bonds - Part 4						17,356,049	16,535,735	17,647,211	17,499,852	0	(179,796)	0	(179,796)	0	17,320,052	0	35,996	35,996	145,981	XXX	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						17,356,049	16,535,735	17,647,211	17,499,852	0	(179,796)	0	(179,796)	0	17,320,052	0	35,996	35,996	145,981	XXX	XXX
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999 - Totals						17,356,049	XXX	17,647,211	17,499,852	0	(179,796)	0	(179,796)	0	17,320,052	0	35,996	35,996	145,981	XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues.....0

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open  
**N O N E**

Schedule DB - Part B - Section 1 - Futures Contracts Open  
**N O N E**

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made  
**N O N E**

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open  
**N O N E**

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By  
**N O N E**

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To  
**N O N E**

Schedule DL - Part 1 - Reinvested Collateral Assets Owned  
**N O N E**

Schedule DL - Part 2 - Reinvested Collateral Assets Owned  
**N O N E**

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
					First Month	Second Month	Third Month	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date				*
Central Bank ..... Jefferson City, MO .....		.0.000	.0	.0	.92,956	107,429	107,414	.XXX.
US Bancorp ..... Jacksonville, FL .....		.0.000	.0	.0	.0	7,149	.0	.XXX.
PNC Bank ..... Baltimore, MD .....		.0.000	.0	.0	299,630	300,104	296,984	.XXX.
PNC Bank ..... Baltimore, MD .....		.0.000	.0	.0	325,154,941	340,029,432	61,967,834	.XXX.
PNC Bank ..... Baltimore, MD .....		.0.000	.0	.0	208,819	200,488	200,025	.XXX.
PNC Bank ..... Baltimore, MD .....		.0.000	.0	.0	(68,626,935)	(67,443,310)	(47,739,304)	.XXX.
PNC Bank ..... Baltimore, MD .....		.0.000	.0	.0	(4,129,748)	(3,496,873)	(3,613,664)	.XXX.
PNC Bank ..... Baltimore, MD .....		.0.000	.0	.0	(8,571,090)	(8,849,976)	.0	.XXX.
0199998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX	0	0	0	0	0	XXX
0199999. Totals - Open Depositories	XXX	XXX	0	0	244,428,573	260,854,443	11,219,289	XXX
0299998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0299999. Totals - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	244,428,573	260,854,443	11,219,289	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX	0	0	0	XXX
.....								
.....								
.....								
.....								
0599999. Total - Cash	XXX	XXX	0	0	244,428,573	260,854,443	11,219,289	XXX



Schedule E - Part 2 - Cash Equivalents - Investments Owned End of Current Quarter

N O N E